

Hearing Date and Time: June 6, 2017, 10:00 a.m.
Objection Deadline: May 30, 2017, 4:00 p.m.

SIMPSON THACHER & BARTLETT LLP

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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

**SUMMARY OF FINAL APPLICATION OF SIMPSON THACHER & BARTLETT LLP,
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF
GAWKER MEDIA LLC, *ET AL.*, FOR APPROVAL AND FINAL ALLOWANCE OF
COMPENSATION FOR SERVICES RENDERED AND THE REIMBURSEMENT OF
EXPENSES INCURRED DURING THE PERIOD JUNE 24, 2016 THROUGH THE
EFFECTIVE DATE**

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC's and Gawker Media Group, Inc.'s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.'s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

SUMMARY OF COMPENSATION PERIOD

NAME OF APPLICANT:	Simpson Thacher & Bartlett LLP
AUTHORIZED TO PROVIDE PROFESSIONAL SERVICES TO:	Official Committee of Unsecured Creditors
DATE OF RETENTION:	August 17, 2016 (<i>nunc pro tunc</i> to June 24, 2016) [Docket No. 184]
PERIOD FOR WHICH COMPENSATION AND REIMBURSEMENT ARE SOUGHT:	June 24, 2016 – the Effective Date
AMOUNT OF COMPENSATION REQUESTED:	\$1,797,065.75 (100%)
AMOUNT OF EXPENSE REIMBURSEMENT REQUESTED:	\$64,937.60 (100%)
TOTAL COMPENSATION PREVIOUSLY REQUESTED AND AWARDED IN THESE CHAPTER 11 CASES:	\$1,713,265.46
TOTAL EXPENSES PREVIOUSLY REQUESTED AND AWARDED IN THESE CHAPTER 11 CASES:	\$64,796.15
BLENDED RATE OF ATTORNEYS IN THIS APPLICATION:	\$961.83
BLENDED RATE OF ALL TIMEKEEPERS IN THIS APPLICATION:	\$936.90
COMPENSATION SOUGHT IN THIS APPLICATION ALREADY PAID PURSUANT TO A MONTHLY COMPENSATION ORDER, BUT NOT YET ALLOWED:	\$0.00
EXPENSES SOUGHT IN THIS APPLICATION ALREADY PAID PURSUANT TO A MONTHLY COMPENSATION ORDER, BUT NOT YET ALLOWED:	\$0.00
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS INCLUDED IN THIS APPLICATION:	27
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS INCLUDED IN THIS APPLICATION NOT INCLUDED IN STAFFING PLAN:	Depending on the month, between 3 and 5 more attorneys or paraprofessionals provided services to the Committee than set forth in the staffing plan.
DIFFERENCE BETWEEN FEES BUDGETED AND COMPENSATION SOUGHT IN THIS APPLICATION:	Simpson Thacher is not seeking fees that exceed the budget by 10% or more.
NUMBER OF ATTORNEYS AND PARAPROFESSIONALS BILLING FEWER THAN 15 HOURS IN THIS APPLICATION: ²	16
RATE INCREASES NOT PREVIOUSLY APPROVED / DISCLOSED:	None
THE EFFECT OF ANY RATE INCREASES THAT HAVE OCCURRED SINCE RETENTION:	Rates for Simpson Thacher attorneys increased as of February 1, 2017. The increase in fees accounted for an additional \$1,087.00 in fees.

This is the **final fee application** filed by Simpson Thacher & Bartlett LLP in these cases.

² A total of 10 professionals and 6 paraprofessionals billed fewer than 15 hours during the Compensation Period. By and large the professionals were specialists required for discrete tasks.

**Summary of Monthly Fee Statements for the Compensation Period
(June 24, 2016 Through the Effective Date)**

Date Filed	Compensation Period	Requested Fees³	Requested Expenses³	Fees Paid to Date⁴	Expenses Paid to Date⁴	Fees Subject to Holdback
August 26, 2016 [Docket No. 227]	June 24, 2016 – July 31, 2016	\$644,642.25	\$623.07	\$612,410.14	\$525.61	\$32,232.11
September 16, 2016 [Docket No. 269]	August 1, 2016 – August 31, 2016	\$289,559.50	\$21,823.30	\$275,081.53	\$21,560.60	\$14,477.97
October 17, 2016 [Docket No. 351]	Sept. 1, 2016 – Sept. 30, 2016	\$281,964.00	\$2,299.16	\$267,865.80	\$1,500.78	\$14,099.20
November 9, 2016 [Docket No. 429]	Oct. 1, 2016 – Oct. 31, 2016	\$317,869.00	\$19,456.03	\$317,869.00	\$19,456.03	\$0.00
December 5, 2016 [Docket No. 551]	Nov. 1, 2016 – Nov. 30, 2016	\$141,986.00	\$17,873.93	\$141,986.00	\$17,873.93	\$0.00
January 6, 2017 [Docket No. 677]	Dec. 1, 2016 – Dec. 31, 2016	\$89,175.50	\$3,101.20	\$89,175.50	\$3,101.20	\$0.00
February 15, 2017 [Docket No. 763]	Jan. 1, 2017 – Jan. 31, 2017	\$9,320.00	\$778.00	\$9,320.00	\$778.00	\$0.00
March 7, 2017 [Docket No. 804]	Feb. 1, 2017 – Feb. 28, 2017	\$14,615.50	\$0.00	\$0.00	\$0.00	\$2,923.10
TOTAL		\$1,789,131.75	\$65,954.69	\$1,713,706.97	\$64,796.15	\$63,732.38

³ Certain of the fees and expenses were subsequently reduced by Simpson Thacher after the filing of the Monthly Fee Statements. Those reductions are reflected in this Application and are detailed hereto.

⁴ Expenses paid reflect only disbursements actually incurred as of the date hereof.

**Summary of Hours Billed by Professionals and Paraprofessionals for the Compensation Period
(June 24, 2016 Through the Effective Date)**

Name	Title	Practice Group (Year Admitted)	Blended Hourly Rate	Total Hours	Total Compensation
William T. Russell, Jr	Partner	Litigation (1991)	\$1,315.80	407.50	\$536,186.50
Sandy Qusba	Partner	Corporate (1994)	\$1,315.00	191.05	\$251,230.75
Lori E. Lesser	Partner	Litigation (1994)	\$1,300.00	11.60	\$15,080.00
Jonathan Goldstein	Partner	Tax (2004)	\$1,195.00	7.50	\$8,962.50
Kathrine McLendon	Senior Counsel	Corporate (1985)	\$1,065.00	11.30	\$12,034.50
Steven R. Delott	Senior Counsel	Corporate (1989)	\$1,065.00	4.10	\$4,366.50
Hyang-Sook Lee	Senior Counsel	Corporate (1995)	\$1,065.00	4.90	\$5,218.50
Morris Massel	Counsel	Corporate (2000)	\$1,030.00	303.55	\$312,656.50
Nicholas Baker	Associate	Corporate (2008)	\$995.00	132.40	\$131,738.00
Jeffrey E. Baldwin	Associate	Litigation (2009)	\$995.00	171.30	\$170,443.50
Randy Moonan	Associate	Litigation (2014)	\$707.08	63.80	\$45,112.00
Jonathan S. Pall	Associate	Corporate (2006)	\$750.00	12.50	\$9,375.00
Jonathan R. Myers	Associate	Litigation (2016)	\$529.70	189.70	\$100,484.50
Julia E. Heald	Associate	Litigation (2016)	\$532.26	166.70	\$88,727.50
Veronica R. Jordan-Davis	Associate	Litigation (2016)	\$585.00	9.80	\$5,733.00
Gedaliah Wielgus	Associate	Corporate (2014)	\$485.00	4.00	\$1,940.00
Derek Stueben	Associate	Corporate (2015)	\$485.00	3.20	\$1,552.00
Brian J. Mendick	Associate	Tax (2017)	\$485.00	1.10	\$533.50
Jonathan E. Endean	Associate	Corporate (2017)	\$490.01	148.60	\$72,816.00
Thomas G. Kovoor	Lit Support	Litigation Support (NA)	\$360.00	2.00	\$720.00
Kimberly Solomon	Paralegal	Paraprofessional (NA)	\$350.00	3.50	\$1,225.00
Tiffany Vacca	Paralegal	Paraprofessional (NA)	\$350.00	1.50	\$525.00
Jennifer Avila	Paralegal	Paraprofessional (NA)	\$310.00	15.50	\$4,805.00
Stephanie Crosskey	Paralegal	Paraprofessional (NA)	\$310.00	49.50	\$15,345.00
Allison Greenberg	Managing Clerk	Litigation (NA)	\$170.00	0.20	\$34.00
Casey Duncan	Managing Clerk	Litigation (NA)	\$170.00	0.30	\$51.00
Mariavictoria Padua	Law Clerk	Litigation (NA)	\$170.00	1.00	\$170.00

Total Billed Hours for Attorneys 1844.60
Total Billed Hours for Paraprofessionals 73.50
Total Billed Hours 1918.10
Total Fees Requested \$1,797,065.75
Blended Rate for All Timekeepers \$936.90
Blended Rate for Attorneys \$961.83

TABLE OF CONTENTS

	Page
Preliminary Statement.....	3
Jurisdiction.....	4
Disclosures and Requested Award.....	4
Explanation of Monthly Staffing Plans and Budgets for Compensation Period	9
Compliance with the Guidelines.....	10
Summary of Professional Services Rendered	11
A. Assumption and Rejection of Leases and Contracts – 0002.....	12
B. Avoidance Action Analysis – 0003	12
C. Budgeting (Case) – 0004	12
D. Business Operations – 0005.....	13
E. Case Administration – 0006.....	13
F. Claims Administration and Objections – 0007	15
G. Corporate Governance and Board Matters – 0008	15
H. Employee Benefits and Pensions – 0009	15
I. Employment and Fee Applications – 0010.....	16
J. Employment and Fee Application Objections – 0011	17
K. Financing and Cash Collateral – 0012	17
L. Litigation: Contested Matters and Adversary Proceedings – 0013	17
M. Meetings and Communications with Creditors – 0014.....	18
N. Non-Working Travel – 0015.....	18
O. Plan and Disclosure Statement – 0016.....	19
P. Relief from Stay and Adequate Protection – 0018	19
Q. Tax – 0020	19
R. Valuation – 0021	20
S. Intellectual Property Issues – 0022	20
T. Intercompany Issues – 0023.....	20
U. Asset Disposition – 0024	21
V. Non-STB Fee Applications – 0025.....	21
W. Executory Contracts and Leases – 0027	21
X. Lien Investigation – 0028	22
Allowance of Compensation.....	22

Expenses	27
Notice	28
Attorney Statement Pursuant to Appendix B Guidelines	29
Conclusion	31

EXHIBITS

Exhibit A	Certification of Sandeep Qusba
Exhibit B	Project Categories/Task Code Summary
Exhibit C	Timekeeper Summary
Exhibit D	Simpson Thacher Billing Practices
Exhibit E	Simpson Thacher Cumulative and Monthly Budgets
Exhibit F	Simpson Thacher Staffing Plan
Exhibit G	Disbursements Summary
Exhibit G-1	Disbursements Detail
Exhibit H	Time Records for the Compensation Period
Exhibit I	Proposed Order

TABLE OF AUTHORITIES

Cases

<i>In re Busy Beaver Bldg. Ctrs., Inc.</i> , 19 F.3d 833 (3d Cir. 1994).....	24
<i>In re Cuisine Magazine, Inc.</i> , 61 B.R. 210 (Bankr. S.D.N.Y. 1986).....	24
<i>In re Drexel Burnham Lambert Group, Inc.</i> , 133 B.R. 13 (Bankr. S.D.N.Y. 1991).....	23
<i>In re First Colonial Corp. of America</i> , 544 F.2d 1291 (5th Cir. 1977)	24
<i>In re Hillsborough Holdings Corp.</i> , 127 F.3d 1398 (11th Cir. 1997)	24
<i>In re Nine Assocs., Inc.</i> , 76 B.R. 943 (S.D.N.Y. 1987).....	24
<i>Johnson v. Georgia Highway Express, Inc.</i> , 488 F.2d 714 (5th Cir. 1974)	24

Federal Statutes

11 U.S.C. § 101.....	1
11 U.S.C. § 327.....	4
11 U.S.C. § 330.....	passim
11 U.S.C. § 331.....	1, 22
11 U.S.C. § 503.....	4
28 U.S.C. § 157.....	4
28 U.S.C. § 1334.....	4
28 U.S.C. § 1408.....	4
28 U.S.C. § 1409.....	4

Other Authorities

3 COLLIER ON BANKRUPTCY ¶ 330.03[9]	24
Bankruptcy Rule 2016.....	2, 4
Local Bankruptcy Rule 2016-1	4

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*Counsel to the Official Committee
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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

**FINAL APPLICATION OF SIMPSON THACHER & BARTLETT LLP,
COUNSEL TO THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS,
FOR APPROVAL AND ALLOWANCE OF COMPENSATION FOR SERVICES
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED**

Simpson Thacher & Bartlett LLP (“**Simpson Thacher**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of Gawker Media, LLC, *et al.* (“**Gawker Media**”) and its affiliated debtors in possession in the above-captioned cases (collectively, the “**Debtors**”), submits this final application (the “**Application**”), pursuant to sections 330 and 331 of chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101 *et seq.* (as amended, the

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231) (“**GMGI**”); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056) (“**Gawker Hungary**”). Gawker Media and GMGI’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

“**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, effective February 5, 2013 (the “**Local Guidelines**”), the United States Trustee Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013 (the “**U.S. Trustee Guidelines**,” and together with the Local Guidelines, the “**Guidelines**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 94] (the “**Interim Compensation Order**”).

In this Application, Simpson Thacher requests: (a) final approval and allowance of compensation in the aggregate amount of \$1,797,065.75 for professional services rendered to the Committee and reimbursement of actual and necessary expenses incurred by Simpson Thacher in the aggregate amount of \$64,937.60 during the period from June 24, 2016 through and including the Effective Date (as defined below) (the “**Compensation Period**”), (b) payment of the First Interim Compensation Period Holdback,² (c) payment of outstanding fees and expenses from February 1, 2017 through the Effective Date (the “**Third Interim Compensation Period**”).³ In support of the Application, Simpson Thacher respectfully represents as follows:

² In the First Interim Fee Application, Simpson Thacher requested payment of fees in the amount of \$1,216,165.75. The Court approved payment of 95% of the fees requested for that period and held back 5% of the fees requested, or \$60,809.28 (the “**First Interim Compensation Period Holdback**”).

³ A clerical error in the Second Interim Fee Order overstated the fees reimbursable to Simpson Thacher, resulting in an overpayment of \$442.50. Simpson Thacher has applied that payment to the fees and expenses incurred pursuant to the Eighth Monthly Fee Statement. In addition to the \$14,615.50 in fees requested in its Eighth Monthly Fee Statement, Simpson Thacher incurred \$8,376.50 in fees and \$141.45 in expenses during the period from March 1, 2017, through the Effective Date. As of the date hereof, Simpson Thacher has not received any payments for fees or expenses incurred during the Third Interim Compensation Period, resulting in a net request of \$22,690.95 for the Third Interim Compensation Period.

Preliminary Statement

1. As counsel to the Committee, Simpson Thacher played a critical role in maximizing the value of the Debtors' assets through the sale process, identifying and pursuing key inter-estate issues such as value allocation and inter-estate claims, and facilitating the consensual resolution of such issues for the benefit of unsecured creditors that led to the plan of liquidation approved by the Court on December 22, 2016 [Docket No. 638] (the "**Plan**"). The Plan became effective by its terms on March 17, 2017 (the "**Effective Date**") [Docket No. 825].

2. As described in detail in Simpson Thacher's First Interim Application [Docket. No. 470] (the "**First Fee Application**"), after the Committee was formed,⁴ the Committee selected Simpson Thacher as its counsel.⁵ Simpson Thacher was deeply engaged in, among other things, prosecuting objections to the proposed debtor-in-possession financing ("**DIP Financing**"), expedited sale process, bidder protections sought by the Debtors' proposed stalking horse and other second day relief. In each case, the objections prosecuted by Simpson Thacher improved protections and processes for the benefit of the estates. Simpson Thacher also played an instrumental role in investigating and analyzing potential inter-estate claims, which led to an inter-estate settlement and a consensual plan of liquidation process. As a result, the estates saved millions of dollars in legal costs and expenses (including certain tax efficiencies) and, accordingly, unsecured creditors with allowed claims received higher recoveries.

⁴ On June 24, 2016, the United States Trustee for the Southern District of New York (the "**U.S. Trustee**") appointed the Committee. The Committee was comprised of the following members: (i) Terry Gene Bollea; (ii) Shiva Ayyadurai; and (iii) Ashley A. Terrill. Pursuant to Article 4.16 of the Plan, the Committee dissolved as of the Effective Date.

⁵ On August 17, 2016, the Court entered its *Order Authorizing The Retention and Employment of Simpson Thacher & Bartlett LLP as Counsel to the Official Committee of Unsecured Creditors Pursuant to Sections 328(a), 330 and 1103(a) of the Bankruptcy Code Effective Nunc Pro Tunc to June 24, 2016* [Docket No. 184] (the "**Retention Order**"), authorizing Simpson Thacher's retention as counsel for the Committee in these cases. The Retention Order authorized Simpson Thacher to receive compensation pursuant to the procedures set forth in the Bankruptcy Code, the Bankruptcy Rules, the Guidelines, the Interim Compensation Order and the local rules and orders of this Court.

3. Except with respect to payments made pursuant to the Interim Compensation Order, Simpson Thacher has received no payment from, and has made no promises for payment to, any source for services rendered in connection with the Debtors' chapter 11 cases. There is no agreement or understanding between Simpson Thacher and any other person (other than members of Simpson Thacher) for the sharing of compensation to be received for the services rendered in these chapter 11 cases.

4. As stated in the Certification of Sandeep Qusba, annexed hereto as **Exhibit A**, all of the services for which final compensation is sought herein were rendered for or on behalf of the Committee solely in connection with these chapter 11 cases. Simpson Thacher respectfully submits that its services during the Compensation Period merit approval of its requested fees and expenses.

Jurisdiction

5. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue of the chapter 11 cases is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This matter is a core proceeding under 28 U.S.C. § 157(b)(2).

6. The statutory and regulatory predicates for the relief requested herein are sections 327, 330(a), 331, and 503(b) of the Bankruptcy Code, Bankruptcy Rule 2016, and Local Bankruptcy Rule 2016-1.

Disclosures and Requested Award

7. In accordance with the Interim Compensation Order, Simpson Thacher submitted the following monthly fee statements (each, a “**Monthly Fee Statement**”) and interim fee applications (each, an “**Interim Fee Application**”) seeking interim compensation and reimbursement of expenses:

- (a) On August 26, 2016, Simpson Thacher filed and served on the Notice Parties (as defined in the Interim Compensation Order) its first fee statement for the period from June 24, 2016, through and including July 31, 2016 (the “**First Fee Statement**”). The First Fee Statement sought (i) allowance of \$644,642.25 as compensation for services rendered and (ii) reimbursement of \$623.07 in expenses. As of the date hereof, pursuant to that *Order Granting First Interim Fee Applications of Certain Professionals for Allowance and Payment of Compensation for Professionals Services Rendered and Reimbursement of Actual and Necessary Expenses* [Docket No. 637] (the “**First Interim Fee Order**”), Simpson Thacher has received a total of \$612,935.75, which represents payment of (i) 95% of Simpson Thacher’s fees; (ii) 100% of the expenses incurred pursuant to the First Fee Statement; less (iii) \$97.46 of expenses reimbursed upon filing the First Fee Statement that were, upon consultation with the Office of the United States Trustee, voluntarily written off by Simpson Thacher.
- (b) On September 16, 2016, Simpson Thacher filed and served on the Notice Parties its second fee statement for the period from August 1, 2016, through and including August 31, 2016 (the “**Second Fee Statement**”). The Second Fee Statement sought (i) allowance of \$289,559.50 as compensation for services rendered and (ii) reimbursement of \$21,823.30 in expenses. As of the date hereof, pursuant to the First Interim Fee Order, Simpson Thacher has received a total of \$296,642.13, which represents payment of (i) 95% of Simpson Thacher’s fees; (ii) 100% of the expenses incurred pursuant to the Second Fee Statement; less (iii) \$262.70 of expenses reimbursed upon filing the Second Fee Statement that were, upon consultation with the Office of the United States Trustee, voluntarily written off by Simpson Thacher.
- (c) On October 17, 2016, Simpson Thacher filed and served on the Notice Parties its third fee statement for the period from September 1, 2016, through and including September 30, 2016 (the “**Third Fee Statement**”). The Third Fee Statement sought (i) allowance of \$281,964.00 as compensation for services rendered and (ii) reimbursement of \$2,299.16 in expenses. As of the date hereof, pursuant to the First Interim Fee Order, Simpson Thacher has received a total of \$269,365.58, which represents payment of (i) 95% of Simpson Thacher’s fees; (ii) 100% of the expenses incurred pursuant to the Second Fee Statement; less (iii) \$798.38 of expenses reimbursed upon filing the Third Fee Statement that were, upon consultation with the Office of the United States Trustee, voluntarily written off by Simpson Thacher.
- (d) On November 9, 2016, Simpson Thacher filed and served on the Notice Parties its fourth fee statement for the period from October 1, 2016, through and including October 31, 2016 (the “**Fourth Fee Statement**”). The Fourth Fee Statement sought (i) allowance of \$317,869.00 as

compensation for services rendered and (ii) reimbursement of \$19,456.03 in expenses. As of the date hereof, pursuant to that *Order Granting the Second Interim Fee Application of Simpson Thacher & Bartlett LLP for Allowance and Payment of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses* [Docket No. 873] (the “**Second Interim Fee Order**”), Simpson Thacher has received a total of \$337,325.03, which represents payment of (i) 100% of Simpson Thacher’s fees and (ii) 100% of the expenses incurred pursuant to the Fourth Fee Statement.

- (e) On November 18, 2016, Simpson Thacher filed and served on the Notice parties its first interim application (the “**First Interim Fee Application**”) for the period from June 24, 2016, through and including September 30, 2016 (the “**First Interim Compensation Period**”). The First Interim Fee Application sought (i) allowance of \$1,216,165.75 as compensation for services rendered and (ii) reimbursement of \$23,586.99 in expenses. As of the date hereof, pursuant to the First Interim Fee Order, Simpson Thacher has received a total of \$1,178,943.46, which represents payment of (i) 95% of Simpson Thacher’s fees; (ii) 100% of the expenses incurred pursuant to the First Interim Fee Application.
- (f) On December 5, 2016, Simpson Thacher filed and served on the Notice Parties its fifth fee statement for the period from November 1, 2016, through and including November 30, 2016 (the “**Fifth Fee Statement**”). The Fifth Fee Statement sought (i) allowance of \$141,986.00 as compensation for services rendered and (ii) reimbursement of \$17,873.93 in expenses. As of the date hereof, pursuant to the Second Interim Fee Order, Simpson Thacher has received a total of \$159,859.93, which represents payment of (i) 100% of Simpson Thacher’s fees and (ii) 100% of the expenses incurred pursuant to the Fifth Fee Statement.
- (g) On January 6, 2017, Simpson Thacher filed and served on the Notice Parties its sixth fee statement for the period from December 1, 2016, through and including December 31, 2016 (the “**Sixth Fee Statement**”). The Sixth Fee Statement sought (i) allowance of \$89,175.50 as compensation for services rendered and (ii) reimbursement of \$3,101.20 in expenses. As of the date hereof, pursuant to the Second Interim Fee Order, Simpson Thacher has received a total of \$92,276.70, which represents payment of (i) 100% of Simpson Thacher’s fees and (ii) 100% of the expenses incurred pursuant to the Sixth Fee Statement.
- (h) On February 15, 2017, Simpson Thacher filed and served on the Notice Parties its seventh fee statement for the period from January 1, 2017, through and including January 31, 2017 (the “**Seventh Fee Statement**”). The Seventh Fee Statement sought (i) allowance of \$9,320.00 as compensation for services rendered and (ii) reimbursement of \$778.00 in expenses. As of the date hereof, pursuant to the Second Interim Fee Order,

Simpson Thacher has received a total of \$10,098.00, which represents payment of (i) 100% of Simpson Thacher's fees and (ii) 100% of the expenses incurred pursuant to the Seventh Fee Statement.⁶

- (i) On March 7, 2017, Simpson Thacher filed and served on the Notice Parties its eighth fee statement for the period from February 1, 2017, through and including February 28, 2017 (the "**Eighth Fee Statement**"). The Eighth Fee Statement sought allowance of \$14,615.50 as compensation for services rendered. As of the date hereof, Simpson Thacher has not received reimbursement for fees associated with the Eighth Fee Statement pursuant to the Interim Compensation Order.
- (j) On March 21, 2017, Simpson Thacher filed and served on the Notice parties its second interim application (the "**Second Interim Fee Application**") for the period from October 1, 2016, through and including January 31, 2017 (the "**Second Interim Compensation Period**"). The Second Interim Fee Application sought (i) allowance of \$557,908.00⁷ as compensation for services rendered and (ii) reimbursement of \$41,209.16 in expenses. As of the date hereof, pursuant to the Second Interim Fee Order, Simpson Thacher has received a total of \$599,117.16, which represents payment of (i) 100% of Simpson Thacher's fees; (ii) 100% of the expenses incurred pursuant to the Second Interim Fee Application.

8. Simpson Thacher has taken voluntary reductions in fees and expenses in excess of \$20,000.

9. In this Application, Simpson Thacher seeks final allowance of (a) compensation for professional services rendered by Simpson Thacher, as counsel for the Committee, during the Compensation Period and (b) reimbursement of expenses incurred by Simpson Thacher in connection with such services. Specifically, Simpson Thacher seeks final approval of \$1,797,065.75 as compensation for legal services rendered on behalf of the

⁶ As described in the Second Interim Fee Application, fees for the period from January 1, 2017 through and including January 31, 2017 were reduced by \$442.50 to reflect work compensated at the billing rates stated in the application to retain Simpson Thacher [Docket No. 134].

⁷ In the Second Interim Fee Application, Simpson Thacher requested \$557,908.00 in fees, but due to a clerical error, was awarded \$558,350.50 in the Second Interim Fee Order. Requests for approval and payment of fees in this Application reflect the \$557,908.00 amount Simpson Thacher requested in its Second Interim Fee Application. Simpson Thacher has included this overpayment in the payments of fees and expenses by the Debtors and applied it to unpaid compensation during the Compensation Period.

Committee during the Compensation Period and \$64,937.60 for reimbursement of expenses incurred in connection with such services, for a total award of \$1,862,003.35.

10. Pursuant to the Interim Compensation Order, the First Interim Fee Order, and the Second Interim Fee Order, Simpson Thacher has received payments of fees of \$1,713,706.97 and expenses of \$64,796.15. Pursuant to this Application, Simpson Thacher seeks final approval of such payments and further payment of \$83,500.23, which represents the First Interim Compensation Period Holdback and the portion of Simpson Thacher's fees for legal services rendered and expenses incurred prior to the Effective Date that have not yet been paid to Simpson Thacher.

11. The fees sought by Simpson Thacher in this Application reflect an aggregate of 1918.10 hours of attorney and paraprofessional time spent and recorded in performing services for the Committee during the Compensation Period, at a blended average hourly rate of \$936.90 for both attorneys and paraprofessionals. The blended hourly rate for attorneys only is \$961.83. A summary of Simpson Thacher's billing procedures is attached hereto as **Exhibit D**.

12. Simpson Thacher rendered to the Committee all services for which compensation is sought solely in connection with these cases and in furtherance of the duties and functions of the Committee.

13. Simpson Thacher maintains computerized records of the time expended in the rendering of the professional services required by the Committee. These records are maintained in the ordinary course of Simpson Thacher's practice. For the convenience of the Court and parties in interest, a billing summary for services rendered during the Compensation Period is attached as part of the cover sheet to this Application and as **Exhibit C** hereto. It sets

forth the name of each attorney and paraprofessional for whose work compensation is sought, each attorney's year of bar admission, the aggregate amount of time expended by each such attorney or paraprofessional, the average hourly billing rate for each such attorney or paraprofessional (taking into account any disclosed rate increases during these chapter 11 cases), and the amount of fees requested with respect to the services performed by that attorney or paraprofessional. In addition, the billing summary includes information indicating whether each attorney is a partner, of counsel or associate and each attorney's area of concentration. The compensation requested by Simpson Thacher is based on the customary compensation charged by comparably skilled practitioners in cases other than cases under the Bankruptcy Code.

14. Simpson Thacher also maintains computerized records of all expenses incurred in connection with the performance of professional services. A billing summary for expenses incurred during the Compensation Period is attached as **Exhibit G** hereto and sets forth the amounts for which reimbursement is sought by type of expense.

Explanation of Monthly Staffing Plans and Budgets for Compensation Period

15. Attached hereto as **Exhibit E** are copies of a written monthly budget by matter category ("Monthly Budget") for the Compensation Period and a related monthly staffing plan (the "Monthly Staffing Plan"). The Monthly Budgets for the Compensation Period are attached hereto as **Exhibit E**, and the Monthly Staffing Plans for the Compensation Period are attached hereto as **Exhibit F**. Both the Monthly Budgets and the Monthly Staffing Plans were presented to and approved by the Committee on a monthly basis.

16. For the Compensation Period, Simpson Thacher's actual fees were less than the budgeted amount approved by the Committee each month and, accordingly, Simpson Thacher is not seeking fees that exceed the budgeted amounts by 10% or more for the Compensation Period.

Compliance with the Guidelines

17. This Application was prepared in accordance with the (a) Local Guidelines, (b) UST Guidelines, and (c) Interim Compensation Order. Pursuant to and consistent with the relevant requirements of the Guidelines, as applicable, the following exhibits are annexed hereto:

- **Exhibit A** contains a certification by the undersigned counsel regarding compliance with the Guidelines;
- **Exhibit B** contains a list of Simpson Thacher's project categories, which comply with the categories listed in the Guidelines to the extent possible. Exhibit B also lists the total time billed to, and total compensation requested for, each category;
- **Exhibit C** contains a billing summary for the Compensation Period that includes the name of each attorney and paraprofessional for whose work compensation is sought, each attorney's year of bar admission and area of practice concentration, each attorney's and paraprofessional's hourly billing rate during the Compensation Period, and the amount of fees requested with respect to the services performed by that attorney or paraprofessional.
- **Exhibit D** contains a summary of Simpson Thacher's billing practices for the previous fiscal year for non-bankruptcy professionals. Specifically, Exhibit D compares (i) the blended hourly rates for Simpson Thacher's domestic non-bankruptcy attorneys and paraprofessionals who provided legal services over the previous fiscal year, with (ii) the blended hourly rates for Simpson Thacher's attorneys and paraprofessionals who provided services to the Debtors during the Compensation Period;
- **Exhibit E** contains a cumulative budget for work performed during the Compensation Period. In addition, attached thereto as Exhibits E-1 to E-9 are monthly budgets sent to the client for approval for work performed during the Compensation Period;
- **Exhibit F** contains a staffing plan sent to the client that lists the number of attorneys and paraprofessionals assigned to perform services on behalf of the Committee during the Compensation Period;
- **Exhibit G** contains a summary of Simpson Thacher's total actual and necessary out-of-pocket expenses and disbursements during the Compensation Period. In addition, attached thereto as **Exhibit G-1** is a schedule containing details of all expenses incurred during the Compensation Period; and

- **Exhibit H** contains Simpson Thacher's time records for the Compensation Period prepared and submitted in accordance with the Guidelines.

Summary of Professional Services Rendered

18. To provide an orderly summary of the services rendered on behalf of the Committee by Simpson Thacher, and in accordance with the U.S. Trustee Guidelines, Simpson Thacher has established the following separate project billing categories in connection with these cases:

Matter Number	Matter Description
0002	Assumption and Rejection of Leases and Contracts
0003	Avoidance Action Analysis
0004	Budgeting (Case)
0005	Business Operations
0006	Case Administration
0007	Claims Administration and Objections
0008	Corporate Governance and Board Matters
0009	Employee Benefits and Pensions
0010	Employment and Fee Applications
0011	Employment and Fee Application Objections
0012	Financing and Cash Collateral
0013	Litigation: Contested Matters and Adversary Proceedings
0014	Meetings and Communications with Creditors
0015	Non-Working Travel
0016	Plan and Disclosure Statement
0018	Relief from Stay and Adequate Protection
0020	Tax
0021	Valuation
0022	Intellectual Property Issues
0023	Intercompany Issues
0024	Asset Disposition
0025	Non-STB Fee Applications
0027	Executory Leases and Contracts
0028	Lien Investigation

19. The following summary is intended only to highlight key services rendered by Simpson Thacher in certain project billing categories where Simpson Thacher expended a considerable number of hours on behalf of the Committee and is not meant to be a detailed description of all of the work performed. Detailed descriptions of the day-to-day

services provided by Simpson Thacher and the time expended performing such services in each project billing category were attached to and filed as exhibits to the fee statements filed during and since the First Interim Compensation Period. These detailed descriptions show that Simpson Thacher was heavily involved in the performance of services for the Committee on a daily basis, including nights and weekends.

A. Assumption and Rejection of Leases and Contracts – 0002

Total Fees: \$1,219.00
Total Hours: 1.00

20. During the Compensation Period, at the request of the Committee, Simpson Thacher attorneys spent limited time reviewing the Debtors' contracts, including contracts that were proposed to be assumed and assigned to the purchaser of the Debtors' assets, and objections to the assumption of those contracts.

B. Avoidance Action Analysis – 0003

Total Fees: \$21,772.50
Total Hours: 22.50

21. During the Compensation Period, Simpson Thacher attorneys evaluated, and conducted legal research with respect to, the potential avoidability of certain prepetition transactions involving, in particular, the Debtors and insiders of the Debtors. This analysis ultimately provided important information to the Committee in its negotiation and settlement of the issues related to the proposed plan of liquidation.

C. Budgeting (Case) – 0004

Total Fees: \$2,473.00
Total Hours: 2.10

22. As required under the Guidelines, Simpson Thacher prepared budgets for these cases. In addition, Simpson Thacher coordinated budget projections with the Debtors' professionals for purposes of the Debtors' DIP Financing.

D. Business Operations – 0005

Total Fees: \$17,594.00
Total Hours: 14.90

23. During the Compensation Period, Simpson Thacher attorneys spent time reviewing certain aspects of the Debtors' business operations in evaluating the Debtors' requests to pay certain critical vendors and insurance claims. This involved coordinating diligence tasks with other Committee professionals, reviewing and analyzing diligence materials provided by the Debtors, reviewing summaries prepared by other Committee professionals, and communicating with various parties regarding remaining diligence items.

E. Case Administration – 0006

Total Fees: \$187,375.25
Total Hours: 199.60

24. During the Compensation Period, promptly following the Committee's formation, Simpson Thacher prepared numerous documents necessary for the efficient administration of the Committee's affairs, including by-laws to govern internal Committee affairs, a comprehensive contact list, and several memoranda summarizing matters requiring the Committee's immediate attention.

25. Simpson Thacher attorneys reviewed and summarized first-day motions, second-day motions and other pleadings filed by the Debtors and other parties. Simpson Thacher also performed necessary research and reviewed Orders entered by the Court, including the Court's case management order [Docket No. 93]. Simpson Thacher kept the relevant parties informed regarding developments in the case in order to ensure effective case administration. In

addition, Simpson Thacher negotiated non-disclosure agreements on behalf of the Committee's professionals with the Debtors' professionals to insure that the Debtors would provide information necessary for the evaluation of the Debtors' businesses, potential claims and the proposed asset sale.

26. During the Compensation Period, Simpson Thacher attorneys prepared for and appeared at a number of court hearings, including the regularly scheduled omnibus hearings and various special hearings and case conferences. To prepare for each hearing, among other things, Simpson Thacher attorneys reviewed and analyzed pleadings and related documents and correspondence, conducted factual and legal research and, in certain instances, prepared responsive pleadings, exhibits, argument and cross-examination outlines. Following each hearing, Simpson Thacher promptly advised the Committee of the pertinent rulings.

27. Simpson Thacher supplemented the Debtors' website with additional information pertinent to creditors. Simpson Thacher attorneys assisted in the preparation of the supplemental material.

28. During the Compensation Period, Simpson Thacher paraprofessionals (with the limited oversight from certain attorneys) maintained internal filing, record-keeping, docket-monitoring and calendaring systems in order to organize and keep track of the documents filed in these cases, ongoing projects and upcoming deadlines. Simpson Thacher paraprofessionals organized pleadings in order to ensure easy access by Simpson Thacher attorneys. Simpson Thacher attorneys also monitored the docket on a real-time basis and summarized and circulated substantive pleadings to the Committee and internal Simpson Thacher team. These summaries enabled Simpson Thacher and the Committee to stay abreast of

developments in these cases, facilitated the assignment of projects and helped ensure that deadlines were not missed.

F. Claims Administration and Objections – 0007

Total Fees: \$63,884.00
Total Hours: 56.40

29. During the Compensation Period, Simpson Thacher reviewed the Debtors' schedules of assets and liabilities for the Committee. Also, Simpson Thacher reviewed the Debtors' proposed bar date motion and provided comments, which were incorporated into the proposed form of order. In addition, Simpson Thacher worked with the Debtors to preserve inter-estate claims.

G. Corporate Governance and Board Matters – 0008

Total Fees: \$1,720.00
Total Hours: 1.60

30. During the Compensation Period, Simpson Thacher advised the Committee on potential conflicts that may have existed among the Debtors, which required a review of the Debtors' governance documents.

H. Employee Benefits and Pensions – 0009

Total Fees: \$83,117.50
Total Hours: 79.60

31. During the Compensation Period, Simpson Thacher attorneys reviewed and analyzed the Debtors' motion seeking to pay employee wages and benefits, which included requests for severance and incentive payments. Simpson Thacher provided the Committee with extensive advice and analysis regarding the applicable agreements and the related legal issues. Simpson Thacher, with the assistance of the Committee's other professionals, interfaced with the

Debtors' professionals to resolve the complex issues expediently and in a manner protective of the estates.

I. Employment and Fee Applications – 0010

Total Fees: \$206,568.00
Total Hours: 235.10

32. During the Compensation Period, Simpson Thacher worked with the Committee to coordinate the selection process of the Committee's other professionals, including: (i) Deloitte Financial Advisory Services LLP, as financial advisor, (ii) Réczicza Dentons Europe LLP as special counsel, and (iii) Mourant Ozannes, as special foreign counsel. In addition to preparing Simpson Thacher's own retention application, Simpson Thacher attorneys assisted in the preparation and drafting of the retention applications for these professionals and coordinated with the United States Trustee's Office with respect thereto.

33. During the Compensation Period, Simpson Thacher assisted the Committee with its review of the proposed retention of the Debtors' professionals in order to, among other things, minimize the likelihood of any duplication of effort among those professionals and ensure that the fee structures in connection with these retentions would be reasonable.

34. During the Compensation Period, Simpson Thacher professionals and paraprofessionals carefully reviewed draft fee statements to redact privileged, confidential and other non-public information and to ensure compliance with the Guidelines. Simpson Thacher also prepared and filed its fee statements as required by the Interim Compensation Order.

35. During the Compensation Period, Simpson Thacher professionals and paraprofessionals prepared and reviewed the First Interim Fee Application and the Second

Interim Fee Application as required by the Interim Compensation Order. Simpson Thacher professionals and paraprofessionals prepared and reviewed this Application.

J. Employment and Fee Application Objections – 0011

Total Fees: \$74,584.00
Total Hours: 83.70

36. During the Compensation Period, Simpson Thacher advised the Committee with respect to the Debtors' proposed retention of six conflict or special counsel firms. Simpson Thacher researched issues related to conflicts and similar complex issues and prepared and filed objections when a consensual resolution could not be reached.

K. Financing and Cash Collateral – 0012

Total Fees: \$51,967.50
Total Hours: 53.10

37. During the Compensation Period, Simpson Thacher attorneys were involved in numerous negotiations with the Debtors' counsel and financial advisors as well as with the DIP Lenders' and prepetition lenders' respective counsel with respect to approval of DIP Financing and use of cash collateral. Simpson Thacher attorneys advised the Committee regarding various proposals, and Simpson Thacher worked with professionals for the Debtors and the pre and postpetition lenders to consensually resolve the Committee's concerns.

L. Litigation: Contested Matters and Adversary Proceedings – 0013

Total Fees: \$284,523.00
Total Hours: 395.25

38. During the Compensation Period, several litigation matters arose for which the Committee requested the advice of Simpson Thacher. These included the Debtors' request for a preliminary injunction, the chapter 11 case of Debtors' CEO Nick Denton, and issues related to potential indemnity claims and information sharing. When possible, the

Committee, with the assistance of Simpson Thacher, consensually resolved issues with the Debtors. When required, Simpson Thacher filed motions or objections with the Court, including a motion pursuant to Bankruptcy Rule 2004.

M. Meetings and Communications with Creditors – 0014

Total Fees: \$177,816.25

Total Hours: 181.45

39. During the Compensation Period, the Committee regularly held telephonic meetings during which Simpson Thacher provided updates to the Committee on the chapter 11 process and developments in the cases and solicited input from Committee members with respect to various matters pending before the Court. These meetings were initially conducted on a twice-weekly basis and then on a weekly basis and, as key issues were resolved later in these cases, the Committee held these telephonic meetings on an as needed, rather than weekly, basis. As the circumstances warranted, from time to time, Simpson Thacher also organized additional meetings with the Committee. In connection with these meetings, Simpson Thacher typically prepared proposed agenda for the discussion. Simpson Thacher also prepared and distributed for the Committee's review various materials and reviewed and commented on materials prepared by the Committee's other professionals.

40. Simpson Thacher also regularly engaged in communications with the Committee's other advisors regarding various issues in order to discuss responses to pleadings, craft and revise strategies, and coordinate workflow.

N. Non-Working Travel – 0015

Total Fees: \$2,329.50

Total Hours: 2.55

41. During the Compensation Period, Simpson Thacher, as required by the Guidelines, separately accounted for non-working travel time. Such time was limited to travel to

two section 341 meetings that the Committee requested that Simpson Thacher attend and a few hearings before this Court.

O. Plan and Disclosure Statement – 0016

Total Fees: \$233,599.50
Total Hours: 220.40

42. During the Compensation Period, Simpson Thacher attorneys devoted attention to significant plan-related issues, including allocation of sale proceeds, inter-estate claims and tax issues. Simpson Thacher met with the other Committee professionals and the Debtors' professionals to gather information and formulate advice and a strategy for the Committee. Ultimately, based on Simpson Thacher's efforts, the Committee resolved difficult issues with the Debtors and supported the Plan.

P. Relief from Stay and Adequate Protection – 0018

Total Fees: \$2,104.00
Total Hours: 1.60

43. One creditor filed a motion to lift the automatic stay during the Compensation Period. Simpson Thacher attorneys reviewed the proposed settlement stipulation and provided comments.

Q. Tax – 0020

Total Fees: \$12,950.00
Total Hours: 11.40

44. During the Compensation Period, the allocation of proceeds from the sale implicated significant United States and foreign tax issues. Simpson Thacher attorneys reviewed the relevant data and advised the Committee of the results of its review and the related legal issues. This included a review and analysis of the Debtors' tax model. This research and analysis

was an important component to settling with the Debtors and determining to support the proposed plan of liquidation.

R. Valuation – 0021

Total Fees: \$8,159.00
Total Hours: 8.20

45. During the Compensation Period, Simpson Thacher advised the Committee on issues of valuation in formulating a strategy (and ultimately a settlement) on the allocation of sale proceeds. This work included communicating with the Committee and its professionals, the review of relevant documents, and research and analysis of valuation issues.

S. Intellectual Property Issues – 0022

Total Fees: \$38,880.00
Total Hours: 40.70

46. The Debtors' business relied, in part, on its intellectual property. During the Compensation Period, Simpson Thacher advised the Committee on intellectual property issues as they related to the sale of the Debtors' assets. This work required a review by IP specialists of the relevant portions of the proposed sale agreements and research and analysis of the applicable issues.

T. Intercompany Issues – 0023

Total Fees: \$72,954.00
Total Hours: 65.10

47. During the Compensation Period, one of the key issues for the estates was the potential inter-estate claims. Simpson Thacher reviewed, analyzed and researched the relevant legal issues related to the Debtors' intercompany notes, asset and liability allocation and inter-estate causes of action. Such information and advice was a critical component to assisting the Committee in settling issues related to the plan of liquidation.

U. Asset Disposition – 0024

Total Fees: \$221,005.25
Total Hours: 210.55

48. As noted above, Simpson Thacher prepared an objection on an expedited basis related to the asset sale and engaged with the Debtors, the stalking horse bidder and their respective professionals to resolve the issues Simpson Thacher identified. As a result of Simpson Thacher's efforts, the marketing period for the sale process was extended to provide potential purchasers with additional time to review the purchase agreement and conduct diligence. In addition, the triggers for the stalking horse protections, including the unusual liquidated damages clause, were limited.

49. Simpson Thacher remained in constant contact with the Committee and the Debtors' advisors to provide the Committee with updated and important information. The Committee participated in the auction, which increased the value received by the estates by approximately \$45 million. The successful sale process was enhanced by Simpson Thacher's participation and generated a sale price in excess of \$135 million plus the assumption of substantially all of the operating business liabilities.

V. Non-STB Fee Applications – 0025

Total Fees: \$18,854.00
Total Hours: 20.80

50. During the Compensation Period, Simpson Thacher provided assistance to other Committee professionals with respect to their fee statements.

W. Executory Contracts and Leases – 0027

Total Fees: \$2,630.00
Total Hours: 2.00

51. During the Compensation Period, Simpson Thacher reviewed the Debtors' motions regarding the assumption of certain leases in order to advise the Committee with respect to those issues. Simpson Thacher also reviewed and revised certain proposed post-petition contracts of the Debtors.

X. Lien Investigation – 0028

Total Fees: \$8,986.50
Total Hours: 8.50

52. Simpson Thacher attorneys spent time performing a general lien and perfection analysis of the collateral pledged in favor of the Debtors' secured creditors. This work involved numerous communications with the Debtors' advisors regarding access to certain information related to the collateral, the review of various collateral documents and general legal diligence related to those documents, including credit documents, mortgages, and other documents in the Debtors' virtual data room. Simpson Thacher also coordinated with the Committee's other professionals regarding the analysis of the Debtors' collateral.

Allowance of Compensation

53. The professional services rendered by Simpson Thacher have required a high degree of professional competence and expertise to address, with skill and dispatch, the numerous issues requiring evaluation and action by the Committee. The services rendered to the Committee were performed efficiently, effectively and economically, and the results obtained have benefited the unsecured creditors of each of the Debtors' estates.

54. The allowance of compensation for services rendered and reimbursement of expenses in chapter 11 cases is authorized by section 330(a)(1) of the Bankruptcy Code:

After notice to the parties in interest and the United States Trustee and a hearing, and subject to sections 326, 328, and 329, the court may award to a trustee, a consumer privacy ombudsman appointed under section 332, an

examiner, an ombudsman appointed under section 333, or a professional person employed under section 327 or 1103—

(A) reasonable compensation for actual, necessary services rendered by the trustee, examiner, ombudsman, professional person, or attorney and by any paraprofessional person employed by any such person; and

(B) reimbursement for actual, necessary expenses.

55. With respect to the level of compensation, section 330(a)(1)(A) of the Bankruptcy Code provides, in pertinent part, that the Court may award to a professional person “reasonable compensation for actual, necessary services rendered[.]” Section 330(a)(3), in turn, provides that:

In determining the amount of reasonable compensation to be awarded to . . . [a] professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- (A) the time spent on such services;
- (B) the rates charged for such services;
- (C) whether the services were necessary to the administration of, or beneficial at the time which the service was rendered toward the completion of, a case under this title;
- (D) whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- (E) with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and expertise in the bankruptcy field; and
- (F) whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

56. The Congressional policy expressed above provides for adequate compensation in order to continue to attract competent professionals to bankruptcy cases. *In re Drexel Burnham Lambert Group, Inc.*, 133 B.R. 13, 20 (Bankr. S.D.N.Y. 1991) (“Congress’

objective in requiring that the market . . . establish attorneys' rates was to ensure that bankruptcy cases were staffed by appropriate legal specialists."); *In re Busy Beaver Bldg. Ctrs., Inc.*, 19 F.3d 833, 850 (3d Cir. 1994) ("Congress rather clearly intended to provide sufficient economic incentive to lure competent bankruptcy specialists to practice in the bankruptcy courts." (citation and internal quotation marks omitted)).

57. In assessing the "reasonableness" of the fees requested, courts have looked to a number of factors, including those first enumerated by the Fifth Circuit in *In re First Colonial Corp. of America*, 544 F.2d 1291, 1298-99 (5th Cir. 1977) and thereafter adopted by most courts.⁸ See *In re Nine Assocs., Inc.*, 76 B.R. 943, 945 (S.D.N.Y. 1987) (adopting *First Colonial/Johnson* analysis); *In re Cuisine Magazine, Inc.*, 61 B.R. 210, 212-13 (Bankr. S.D.N.Y. 1986) (same); see generally 3 COLLIER ON BANKRUPTCY ¶ 330.03[9] (enumerating *First Colonial* and *Johnson* as the "leading cases to be considered in determining a reasonable allowance of compensation"). Simpson Thacher respectfully submits that the consideration of these so-called *Johnson* factors should result in this Court's allowance of the full compensation requested.

- (A) The Time and Labor Required. The professional services rendered by Simpson Thacher on behalf of the Committee required the continuous expenditure of substantial time and effort, under time pressures that sometimes required the performance of services late into the evening and over weekends and holidays. The services rendered required a high degree of professional competence and expertise in order to be administered with skill and dispatch.
- (B) The Novelty and Difficulty of Questions. Novel and complex issues arose in the course of the chapter 11 cases. Simpson Thacher's

⁸ The factors embraced by the Fifth Circuit in *First Colonial* were first adopted in *Johnson v. Georgia Highway Express, Inc.*, 488 F.2d 714 (5th Cir. 1974), except that *First Colonial* also included the "spirit of economy" as a factor. That factor was subsequently expressly rejected by Congress in enacting Section 330 of the Bankruptcy Code. *Stroock & Stroock & Lavan v. Hillsborough Holdings Corp. (In re Hillsborough Holdings Corp.)*, 127 F.3d 1398, 1403 (11th Cir. 1997). A majority of the *First Colonial* factors are now codified in Section 330(a)(3). 3 COLLIER ON BANKRUPTCY ¶ 330.03[9] (Lawrence P. King et al., eds., 16th ed. 2011).

effective advocacy and creative approach to problem-solving helped to clarify and resolve difficult issues.

- (C) The Skill Requisite to Perform the Legal Services Properly. Simpson Thacher believes that its recognized expertise in the area of financial restructuring, its ability to draw from highly-experienced professionals in other areas of its practice such as employment, asset divestiture, litigation, tax, intellectual property and finance, and its practical approach to the resolution of issues helped maximize the distributions to the Debtors' unsecured creditors.
- (D) The Preclusion of Other Employment by Applicant Due to Acceptance of the Case. Because of the size of Simpson Thacher's restructuring department and the firm as a whole, Simpson Thacher's representation of the Committee did not preclude the acceptance of new clients. However, the number of matters needing attention on a continuous basis required numerous Simpson Thacher attorneys, across multiple practice groups, to commit significant portions of their time to the chapter 11 cases.
- (E) The Customary Fee. The compensation sought herein is based upon Simpson Thacher's normal hourly rates for services of this kind. Simpson Thacher respectfully submits that the compensation sought herein is not unusual given the magnitude of the chapter 11 cases and the time dedicated to the representation of the Committee. Such compensation is commensurate with fees Simpson Thacher has been awarded in other cases, as well as with fees charged by other attorneys of comparable experience.
- (F) Whether the Fee Is Fixed or Contingent. Simpson Thacher charges customary hourly rates, as adjusted annually, for the time expended by its attorneys and paraprofessionals in representing the Committee, and Simpson Thacher's fee is not outcome dependent.
- (G) Time Limitations Imposed by Client or Other Circumstances. As stated above, Simpson Thacher was required to attend to various issues as they arose in the chapter 11 cases. Confirmation of a plan of liquidation took place less than six months after Simpson Thacher was retained, and that time period included, among other things, a sale of substantially all of the debtors' assets, a resolution of a dispute over the allocation of the sale proceeds, resolution of inter-debtor claims, and resolution of nearly all creditor claims. Often, Simpson Thacher had to perform its services under significant time constraints requiring attorneys and paraprofessionals assigned to the chapter 11 cases to work evenings and on weekends.

- (H) The Amount Involved and Results Obtained. The Committee represented the interests of unsecured creditors of each of the Debtors that, in the aggregate, held unsecured claims estimated to be valued in at least the hundreds of millions of dollars. The Committee's participation, with Simpson Thacher's counsel and guidance, greatly contributed to the efficient administration and resolution of the chapter 11 cases.
- (I) The Experience, Reputation and Ability of the Attorneys. Simpson Thacher has a sophisticated and nationally recognized corporate reorganization and financial restructuring practice, and Simpson Thacher attorneys involved in this representation have played a major role in numerous complex restructurings including, for example, the chapter 11 cases of LightSquared Inc., et al.; Paragon Offshore plc, et al.; Swift Energy Company, et al.; Molycorp, Inc., et al.; Patriot Coal Corporation, et al.; Shoreline Energy LLC, et al.; IMX Acquisition Corp., et al., and MF Global Holdings Ltd., et al. Simpson Thacher's experience enabled it to perform the services described herein competently and expeditiously.
- (J) The "Undesirability" of the Case. The chapter 11 cases are not undesirable but, as already indicated, required a significant commitment of time from many Simpson Thacher attorneys.
- (K) Nature and Length of Professional Relationship. Simpson Thacher was selected as the Committee's counsel shortly after the Committee's formation, on June 24, 2016, and was retained *nunc pro tunc* to that date pursuant to an order of the Court dated August 17, 2016. Simpson Thacher rendered services continuously to the Committee since the Committee was formed until the Committee was dissolved as of the Effective Date, and Simpson Thacher rendered such services in a necessary and appropriate manner.

58. The total time spent by Simpson Thacher attorneys and paraprofessionals during the Compensation Period was 1918.10 hours and has a fair market value of approximately \$1,797,065.75. Simpson Thacher believes that this Application and supporting exhibits demonstrate that Simpson Thacher's services were rendered economically and without unnecessary duplication of efforts. In addition, the work involved, and thus the time expended, was carefully assigned in consideration of the experience and expertise required for each particular task.

Expenses

59. Simpson Thacher incurred a total of \$64,937.60 in expenses in connection with representing the Committee during the Compensation Period. Simpson Thacher records all expenses incurred in connection with its performance of professional services. Detailed descriptions of these expenses were attached and filed as exhibits to the Monthly Fee Statements, the First Interim Fee Application, and the Second Interim Fee Application.

60. Throughout the Compensation Period, Simpson Thacher was keenly aware of cost considerations and tried to minimize the expenses charged to the Debtors' estates.

61. Simpson Thacher's policy is to charge its clients in all areas of practice for expenses, other than fixed and routine overhead expenses, incurred in connection with representing its clients. The expenses charged to Simpson Thacher's clients include, among other things, telephone toll and other charges, regular mail and express mail charges, special or hand delivery charges, photocopying charges, out-of-town travel expenses, local transportation expenses, expenses for working meals, computerized research charges and transcription costs.

62. Simpson Thacher charged the Committee for these expenses at rates consistent with those charged to Simpson Thacher's other bankruptcy clients, which rates are equal to or less than the rates charged by Simpson Thacher to its non-bankruptcy clients. Simpson Thacher seeks reimbursement from the Debtors at the following rates for the following expenses: (i) ten cents (\$0.10) per page for photocopying; (ii) ten cents (\$0.10) per page for black and white printing; and (iii) twenty-five cents (\$0.25) per page for color printing.

63. In accordance with section 330 of the Bankruptcy Code and the Guidelines, Simpson Thacher seeks reimbursement only for the actual cost of such expenses to Simpson Thacher.⁹

64. In providing or obtaining from third parties services which are reimbursable by clients, Simpson Thacher does not include in such reimbursable amount any costs of investment, equipment or capital outlay.

65. Simpson Thacher regularly charges its non-bankruptcy clients for ordinary business hourly fees and expenses for secretarial, library, word processing and other staff services because such items are not included in the firm's overhead for the purpose of setting billing rates. However, Simpson Thacher is not seeking reimbursement of hourly fees of its secretarial services in this case.

Notice

66. No trustee or examiner has been appointed in the chapter 11 cases. Pursuant to the Interim Compensation Order, notice of this Application has been served upon: (i) the Debtors, Gawker Media LLC, c/o Opportune LLP, 10 East 53rd Street, 33rd Floor, New York, NY 10022, Attn: William D. Holden (profinvoices@gawker.com); (ii) counsel for the Debtors, Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Gregg M. Galardi (gregg.galardi@ropesgray.com); (iii) the Office of the United States Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, NY 10014, Attn: Greg Zipes & Susan Arbeit; (iv) counsel to US VC Partners LP, as Prepetition Second Lien Lender, Latham & Watkins LLP, 330 North Wabash Avenue, Suite 2800, Chicago, IL 60611, Attn:

⁹ The cost of expenses Simpson Thacher is seeking reflects any discounted rates based on volume or other discounts which Simpson Thacher anticipates receiving from certain outside vendors; however, Simpson Thacher does not perform a retrospective reconciliation of any "year-end" adjustments (positive or negative) to the actual discounted cost of such expenses.

David Heller (david.heller@lw.com) & Keith A. Simon, 885 Third Avenue, New York, New York 10022, Attn: Keith A. Simon (keith.simon@lw.com); and (v) counsel to Cerberus Business Finance, LLC, as DIP Lender, Schulte Roth & Zabel LLP, 919 Third Avenue, New York, New York 10022, Attn: Adam C. Harris (adam.harris@srz.com). Notice has also been effectuated through the Court's ECF filings system. Simpson Thacher submits that, in light of the relief requested, no other or further notice need be provided.

Attorney Statement Pursuant to Appendix B Guidelines

67. The following statement is provided pursuant to ¶ C.5. of the Appendix B Guidelines.

- (a) **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period?

Answer: No.

- (b) **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

Answer: Not applicable. Simpson Thacher is not seeking fees that collectively exceed by 10% or more the total budgeted amounts for the Compensation Period.

- (c) **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

Answer: No.

- (d) **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.

Answer: Yes. Simpson Thacher incurred fees for less than 40 hours spent preparing and filing monthly fee statements with the content and in the format required by the Interim Compensation Order, at a cost of less than

\$35,000. The amount of fees for time spent preparing and filing monthly fee statements represents less than 2% of the total fees requested for the Compensation Period.

- (e) **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

Answer: Yes. Less than 12 hours of the time spent (primarily by Mr. Massel), equaling fees of no more than \$12,000 preparing and filing the Monthly Fee Statements as required by the Interim Compensation Order was devoted to reviewing and revising certain time records to remove privileged or confidential information.

- (f) **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

Answer: Yes. Simpson Thacher changed its rates for this matter in the ordinary course of business, as disclosed in its *Declaration in Furtherance of Order Authorizing the Retention and Employment of Simpson Thacher & Bartlett LLP as Counsel to the Official Committee of Unsecured Creditors* [Docket No. 803]. The increase resulted in an additional \$1,087.00 in fees during the Third Interim Compensation Period.

Conclusion

WHEREFORE, Simpson Thacher respectfully requests that the Court enter an order, substantially in the form attached hereto as **Exhibit I**: (i) allowing Simpson Thacher (a) final compensation for professional services rendered as counsel for the Committee during the Compensation Period in the amount of \$1,797,065.75; and (b) reimbursement of expenses incurred in connection with rendering such services in the aggregate amount of \$64,937.60 for a total award of \$1,862,003.35; (ii) authorizing and directing the Debtors to pay to Simpson Thacher \$83,500.23, which is an amount equal to the difference between (a) this \$1,862,003.35 award; and (b) \$1,778,503.12, the total of all amounts that the Debtors have previously paid to Simpson Thacher pursuant to the Interim Compensation Order, First Interim Fee Order, and Second Interim Fee Order for services rendered and expenses incurred during the Compensation Period; and (iii) granting such further relief as is just and proper.

Dated: May 8, 2017
New York, New York

Respectfully submitted,

SIMPSON THACHER & BARTLETT LLP

By: /s/ Sandeep Qusba
Sandeep Qusba
William T. Russell, Jr.

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*Counsel for Official Committee of Unsecured
Creditors of Gawker Media LLC, et al.*

Exhibit A

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS FOR PROFESSIONALS IN RESPECT OF THE APPLICATION OF SIMPSON THACHER & BARTLETT LLP, COUNSEL TO OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR FINAL ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND FOR REIMBURSEMENT OF EXPENSES DURING PERIOD FROM JUNE 24, 2016 THROUGH AND INCLUDING THE EFFECTIVE DATE

Pursuant to the Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases, effective February 5, 2013 (the “**Local Guidelines**”), and the United States Trustee Appendix B Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, adopted on November 1, 2013 (the “**U.S. Trustee Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”), the undersigned, a member of the firm Simpson Thacher & Bartlett LLP (“**Simpson Thacher**”), counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of Gawker Media LLC and its affiliated debtors in possession in the above-captioned cases (collectively, the “**Debtors**”), hereby certifies with

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

respect to Simpson Thacher's final application for allowance of compensation for services rendered and for reimbursement of expenses, dated May, 8, 2017 (the "**Application**"), for the period of June 24, 2016 through and including the Effective Date² (the "**Compensation Period**") as follows:

1. I am the professional designated by Simpson Thacher in respect of compliance with the Guidelines.
2. I make this certification in support of the Application for final compensation and reimbursement of expenses for the Compensation Period in accordance with the Local Guidelines.
3. In respect of section B.1 of the Local Guidelines, I certify that:
 - a. I have read the Application.
 - b. To the best of my knowledge, information and belief formed after reasonable inquiry, the fees and disbursements sought fall within the Guidelines.
 - c. Except to the extent that fees or disbursements are prohibited by the Guidelines, the fees and disbursements sought are billed at rates in accordance with practices customarily employed by Simpson Thacher and generally accepted by Simpson Thacher's clients.
 - d. In providing a reimbursable service, Simpson Thacher does not make a profit on that service, whether the service is performed by Simpson Thacher in-house or through a third party.³
4. With respect to section B.2 of the Local Guidelines, I certify that

Simpson Thacher has previously provided monthly statements of Simpson Thacher's fees and

² Capitalized terms not defined herein shall have the meanings ascribed to them in the Application.

³ The cost of expenses Simpson Thacher is seeking reflects any discounted rates based on volume or other discounts which Simpson Thacher anticipates receiving from certain outside vendors; however, Simpson Thacher does not perform a retrospective reconciliation of any "year-end" adjustments (positive or negative) to the actual discounted cost of such expenses.

disbursements by filing and serving monthly statements in accordance with the Interim Compensation Order (as defined in the Application), except that completing reasonable and necessary internal accounting and review procedures have at times precluded filing fee statements within the time periods specified in the Local Guidelines.

5. With respect to section B.3 of the Local Guidelines, I certify that: (a) the Debtors; (b) the members of the Committee; and (c) the Office of the United States Trustee for the Southern District of New York will be provided with a copy of the Application concurrently with the filing thereof and will have at least 14 days to review such Application prior to any objection deadline with respect thereto.

Dated: New York, New York
May 8, 2017

By: /s/ Sandeep Qusba
Sandeep Qusba

Exhibit B

Project Categories/Task Code Summary

Matter Number	Matter Description	Hours	Amount
0002	Assumption and Rejection of Leases and Contracts	1.00	\$1,219.00
0003	Avoidance Action Analysis	22.50	\$21,772.50
0004	Budgeting (Case)	2.10	\$2,473.00
0005	Business Operations	14.90	\$17,594.00
0006	Case Administration	199.60	\$187,375.25
0007	Claims Administration and Objections	56.40	\$63,884.00
0008	Corporate Governance and Board Matters	1.60	\$1,720.00
0009	Employee Benefits and Pensions	79.60	\$83,117.50
0010	Employment and Fee Applications	235.10	\$206,568.00
0011	Employment and Fee Application Objections	83.70	\$74,584.00
0012	Financing and Cash Collateral	53.10	\$51,967.50
0013	Litigation: Contested Matters and Adversary Proceedings	395.25	\$284,523.00
0014	Meetings and Communications with Creditors	181.45	\$177,816.25
0015	Non-Working Travel	2.55	\$2,329.50
0016	Plan and Disclosure Statement	220.40	\$233,599.50
0018	Relief from Stay and Adequate Protection	1.60	\$2,104.00
0020	Tax	11.40	\$12,950.00
0021	Valuation	8.20	\$8,159.00
0022	Intellectual Property Issues	40.70	\$38,880.00
0023	Intercompany Issues	65.10	\$72,954.00
0024	Asset Disposition	210.55	\$221,005.25
0025	Non-STB Fee Applications	20.80	\$18,854.00
0027	Executory Leases and Contracts	2.00	\$2,630.00
0028	Lien Investigation	8.50	\$8,986.50

Exhibit C

Timekeeper Summary

Name	Title	Practice Group (Year Admitted)	Blended Hourly Rate	Total Hours	Total Compensation
William T. Russell Jr	Partner	Litigation (1991)	\$1,315.80	407.50	\$536,186.50
Sandy Qusba	Partner	Corporate (1994)	\$1,315.00	191.05	\$251,230.75
Lori E. Lesser	Partner	Litigation (1994)	\$1,300.00	11.60	\$15,080.00
Jonathan Goldstein	Partner	Tax (2004)	\$1,195.00	7.50	\$8,962.50
Kathrine McLendon	Senior Counsel	Corporate (1985)	\$1,065.00	11.30	\$12,034.50
Steven R. Delott	Senior Counsel	Corporate (1989)	\$1,065.00	4.10	\$4,366.50
Hyang-Sook Lee	Senior Counsel	Corporate (1995)	\$1,065.00	4.90	\$5,218.50
Morris Massel	Counsel	Corporate (2000)	\$1,030.00	303.55	\$312,656.50
Nicholas Baker	Associate	Corporate (2008)	\$995.00	132.40	\$131,738.00
Jeffrey E. Baldwin	Associate	Litigation (2009)	\$995.00	171.30	\$170,443.50
Randy Moonan	Associate	Litigation (2014)	\$707.08	63.80	\$45,112.00
Jonathan S. Pall	Associate	Corporate (2006)	\$750.00	12.50	\$9,375.00
Jonathan R. Myers	Associate	Litigation (2016)	\$529.70	189.70	\$100,484.50
Julia E. Heald	Associate	Litigation (2016)	\$532.26	166.70	\$88,727.50
Veronica R. Jordan-Davis	Associate	Litigation (2016)	\$585.00	9.80	\$5,733.00
Gedaliah Wielgus	Associate	Corporate (2014)	\$485.00	4.00	\$1,940.00
Derek Stueben	Associate	Corporate (2015)	\$485.00	3.20	\$1,552.00
Brian J. Mendick	Associate	Tax (2017)	\$485.00	1.10	\$533.50
Jonathan E. Endean	Associate	Corporate (2017)	\$490.01	148.60	\$72,816.00
Thomas G. Kovoov	Lit Support	Litigation Support (NA)	\$360.00	2.00	\$720.00
Kimberly Solomon	Paralegal	Paraprofessional (NA)	\$350.00	3.50	\$1,225.00
Tiffany Vacca	Paralegal	Paraprofessional (NA)	\$350.00	1.50	\$525.00
Jennifer Avila	Paralegal	Paraprofessional (NA)	\$310.00	15.50	\$4,805.00
Stephanie Crosskey	Paralegal	Paraprofessional (NA)	\$310.00	49.50	\$15,345.00
Allison Greenberg	Managing Clerk	Litigation (NA)	\$170.00	0.20	\$34.00
Casey Duncan	Managing Clerk	Litigation (NA)	\$170.00	0.30	\$51.00
Mariavictoria Padua	Law Clerk	Litigation (NA)	\$170.00	1.00	\$170.00

Exhibit D

Simpson Thacher Billing Practices

The blended hourly rate for all Simpson Thacher U.S.-based timekeepers (including both attorneys and paraprofessionals) (the “**Non-Bankruptcy Blended Rate**”) during the 12-month period beginning January 1, 2016 through December 31, 2016 (the “**Comparable Period**”) was, in the aggregate, approximately \$841 per hour.

The blended hourly rate for all Simpson Thacher timekeepers (including both attorneys and paraprofessionals) who billed to the Committee during the Compensation Period was approximately \$937 per hour.

A detailed comparison of these rates is as follows:

Position at Simpson	Non-Bankruptcy Blended Rate	Blended Hourly Rate in Application
Partner	\$1,293	\$1,314
Counsel	\$1,043	\$1,030
Associate	\$740	\$696
Paraprofessionals	\$276	\$311
All Timekeepers	\$841	\$937

Exhibit E

Simpson Thacher Budgets

Exhibit E

Simpson Thacher Cumulative Budget for the Compensation Period of June 24, 2016, Through the Effective Date

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	5.00	\$5,000.00	1.00	\$1,219.00
0003	Avoidance Action Analysis	80.00	\$80,000.00	22.50	\$21,772.50
0004	Budgeting (Case)	17.50	\$17,500.00	2.10	\$2,473.00
0005	Business Operations	35.00	\$35,000.00	14.90	\$17,594.00
0006	Case Administration	280.00	\$280,000.00	199.60	\$187,375.25
0007	Claims Administration and Objections	115.00	\$115,000.00	56.40	\$63,884.00
0008	Corporate Governance and Board Matters	10.00	\$10,000.00	1.60	\$1,720.00
0009	Employee Benefits and Pensions	110.00	\$110,000.00	79.60	\$83,117.50
0010	Employment and Fee Applications	190.00	\$190,000.00	235.10	\$206,568.00
0011	Employment and Fee Application Objections	10.00	\$10,000.00	83.70	\$74,584.00
0012	Financing and Cash Collateral	55.00	\$55,000.00	53.10	\$51,967.50
0013	Litigation: Contested Matters and Adversary Proceedings	510.00	\$510,000.00	395.25	\$284,523.00
0014	Meetings and Communications with Creditors	195.00	\$195,000.00	181.45	\$177,816.25
0015	Non-Working Travel	0.00	\$0.00	2.55	\$2,329.50
0016	Plan and Disclosure Statement	330.00	\$330,000.00	220.40	\$233,599.50
0018	Relief from Stay and Adequate Protection	15.00	\$15,000.00	1.60	\$2,104.00
0020	Tax	20.00	\$20,000.00	11.40	\$12,950.00
0021	Valuation	0.00	\$0.00	8.20	\$8,159.00
0022	Intellectual Property Issues	75.00	\$75,000.00	40.70	\$38,880.00
0023	Intercompany Issues	145.00	\$145,000.00	65.10	\$72,954.00
0024	Asset Disposition	225.00	\$225,000.00	210.55	\$221,005.25
0025	Non-STB Fee Applications	52.50	\$52,500.00	20.80	\$18,854.00
0027	Executory Leases and Contracts	5.00	\$5,000.00	2.00	\$2,630.00
0028	Lien Investigation	30.00	\$30,000.00	8.50	\$8,986.50

Exhibit E-1

Simpson Thacher Budget for June 24, 2016, Through July 31, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.30	\$298.50
0003	Avoidance Action Analysis	0.00	\$0.00	5.50	\$5,821.50
0004	Budgeting (Case)	10.00	\$10,000.00	1.40	\$1,752.00
0005	Business Operations	25.00	\$25,000.00	11.50	\$13,954.00
0006	Case Administration	100.00	\$100,000.00	123.30	\$118,750.75
0007	Claims Administration and Objections	0.00	\$0.00	1.70	\$1,979.00
0008	Corporate Governance and Board Matters	10.00	\$10,000.00	0.00	\$0.00
0009	Employee Benefits and Pensions	100.00	\$100,000.00	76.40	\$79,091.00
0010	Employment and Fee Applications	75.00	\$75,000.00	68.80	\$74,583.00
0011	Employment and Fee Application Objections	5.00	\$5,000.00	10.70	\$11,913.50
0012	Financing and Cash Collateral	50.00	\$50,000.00	25.20	\$26,655.50
0013	Litigation: Contested Matters and Adversary Proceedings	100.00	\$100,000.00	104.55	\$72,473.50
0014	Meetings and Communications with Creditors	75.00	\$75,000.00	67.65	\$63,067.75
0015	Non-Working Travel	0.00	\$0.00	0.50	\$242.50
0016	Plan and Disclosure Statement	0.00	\$0.00	0.00	\$0.00
0018	Relief from Stay and Adequate Protection	10.00	\$10,000.00	0.00	\$0.00
0020	Tax	5.00	\$5,000.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	25.00	\$25,000.00	23.70	\$24,176.00
0023	Intercompany Issues	10.00	\$10,000.00	6.20	\$7,074.00
0024	Asset Disposition	100.00	\$100,000.00	138.55	\$139,050.75
0025	Non-STB Fee Applications	0.00	\$0.00	0.00	\$0.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	3.60	\$3,759.00

Exhibit E-2

Simpson Thacher Budget for August 1, 2016, Through August 31, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	5.00	\$5,000.00	0.70	\$920.50
0003	Avoidance Action Analysis	50.00	\$50,000.00	9.60	\$6,220.00
0004	Budgeting (Case)	7.50	\$7,500.00	0.00	\$0.00
0005	Business Operations	10.00	\$10,000.00	2.50	\$2,456.50
0006	Case Administration	100.00	\$100,000.00	41.20	\$42,691.00
0007	Claims Administration and Objections	15.00	\$15,000.00	2.40	\$1,368.00
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	10.00	\$10,000.00	2.50	\$3,170.00
0010	Employment and Fee Applications	20.00	\$20,000.00	32.40	\$26,059.00
0011	Employment and Fee Application Objections	5.00	\$5,000.00	65.70	\$56,838.00
0012	Financing and Cash Collateral	5.00	\$5,000.00	16.80	\$16,312.50
0013	Litigation: Contested Matters and Adversary Proceedings	35.00	\$35,000.00	45.60	\$25,717.00
0014	Meetings and Communications with Creditors	20.00	\$20,000.00	34.00	\$32,645.50
0015	Non-Working Travel	0.00	\$0.00	0.70	\$696.50
0016	Plan and Disclosure Statement	5.00	\$5,000.00	0.00	\$0.00
0018	Relief from Stay and Adequate Protection	5.00	\$5,000.00	0.00	\$0.00
0020	Tax	5.00	\$5,000.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	30.00	\$30,000.00	1.10	\$1,402.50
0023	Intercompany Issues	30.00	\$30,000.00	1.10	\$1,446.50
0024	Asset Disposition	100.00	\$100,000.00	63.20	\$70,695.50
0025	Non-STB Fee Applications	7.50	\$7,500.00	0.00	\$0.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	30.00	\$30,000.00	0.70	\$920.50

Exhibit E-3

Simpson Thacher Budget for September 1, 2016, Through September 30, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	10.00	\$10,000.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.90	\$1,183.50
0006	Case Administration	5.00	\$5,000.00	4.30	\$4,070.00
0007	Claims Administration and Objections	25.00	\$25,000.00	1.30	\$1,709.50
0008	Corporate Governance and Board Matters	0.00	\$0.00	1.60	\$1,720.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.50	\$657.50
0010	Employment and Fee Applications	10.00	\$10,000.00	16.00	\$14,043.50
0011	Employment and Fee Application Objections	0.00	\$0.00	3.00	\$3,472.00
0012	Financing and Cash Collateral	0.00	\$0.00	11.10	\$8,999.50
0013	Litigation: Contested Matters and Adversary Proceedings	75.00	\$75,000.00	110.30	\$77,582.50
0014	Meetings and Communications with Creditors	25.00	\$25,000.00	35.80	\$36,394.50
0015	Non-Working Travel	0.00	\$0.00	0.00	\$0.00
0016	Plan and Disclosure Statement	50.00	\$50,000.00	29.80	\$37,635.00
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.30	\$394.50
0020	Tax	0.00	\$0.00	9.30	\$10,392.50
0021	Valuation	0.00	\$0.00	8.20	\$8,159.00
0022	Intellectual Property Issues	0.00	\$0.00	3.50	\$4,184.00
0023	Intercompany Issues	75.00	\$75,000.00	46.70	\$54,850.50
0024	Asset Disposition	25.00	\$25,000.00	8.60	\$10,996.00
0025	Non-STB Fee Applications	0.00	\$0.00	1.20	\$1,213.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	4.20	\$4,307.00

Exhibit E-4

Simpson Thacher Budget for October 1, 2016, Through October 31, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	10.00	\$10,000.00	7.40	\$9,731.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	25.00	\$25,000.00	10.60	\$10,574.00
0007	Claims Administration and Objections	25.00	\$25,000.00	10.70	\$12,633.50
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.00	\$0.00
0010	Employment and Fee Applications	10.00	\$10,000.00	7.60	\$7,691.00
0011	Employment and Fee Application Objections	0.00	\$0.00	0.00	\$0.00
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	125.00	\$125,000.00	125.40	\$100,844.00
0014	Meetings and Communications with Creditors	25.00	\$25,000.00	29.60	\$31,041.50
0015	Non-Working Travel	0.00	\$0.00	0.00	\$0.00
0016	Plan and Disclosure Statement	100.00	\$100,000.00	127.60	\$121,515.50
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.00	\$0.00
0020	Tax	10.00	\$10,000.00	2.10	\$2,557.50
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	10.00	\$10,000.00	7.60	\$6,309.50
0023	Intercompany Issues	10.00	\$10,000.00	8.20	\$8,176.50
0024	Asset Disposition	0.00	\$0.00	0.20	\$263.00
0025	Non-STB Fee Applications	10.00	\$10,000.00	4.10	\$4,296.50
0027	Executory Leases and Contracts	5.00	\$5,000.00	1.70	\$2,235.50
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit E-5

Simpson Thacher Budget for November 1, 2016, Through November 30, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	10.00	\$10,000.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.70	\$721.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	25.00	\$25,000.00	12.70	\$6,668.50
0007	Claims Administration and Objections	25.00	\$25,000.00	30.00	\$33,126.50
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.20	\$199.00
0010	Employment and Fee Applications	25.00	\$25,000.00	41.30	\$37,329.50
0011	Employment and Fee Application Objections	0.00	\$0.00	4.30	\$2,360.50
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	100.00	\$100,000.00	0.00	\$0.00
0014	Meetings and Communications with Creditors	25.00	\$25,000.00	10.30	\$10,595.50
0015	Non-Working Travel	0.00	\$0.00	0.35	\$360.50
0016	Plan and Disclosure Statement	100.00	\$100,000.00	32.60	\$39,791.50
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	1.30	\$1,709.50
0020	Tax	0.00	\$0.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	10.00	\$10,000.00	4.80	\$2,808.00
0023	Intercompany Issues	10.00	\$10,000.00	2.90	\$1,406.50
0024	Asset Disposition	0.00	\$0.00	0.00	\$0.00
0025	Non-STB Fee Applications	10.00	\$10,000.00	3.60	\$4,515.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.30	\$394.50
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit E-6

Simpson Thacher Budget for December 1, 2016, Through December 31, 2016

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	0.00	\$0.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	25.00	\$25,000.00	3.50	\$2,438.00
0007	Claims Administration and Objections	25.00	\$25,000.00	9.10	\$11,417.50
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.00	\$0.00
0010	Employment and Fee Applications	50.00	\$50,000.00	33.60	\$25,655.50
0011	Employment and Fee Application Objections	0.00	\$0.00	0.00	\$0.00
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	75.00	\$75,000.00	9.40	\$7,906.00
0014	Meetings and Communications with Creditors	25.00	\$25,000.00	4.10	\$4,071.50
0015	Non-Working Travel	0.00	\$0.00	1.00	\$1,030.00
0016	Plan and Disclosure Statement	75.00	\$75,000.00	30.20	\$34,394.50
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.00	\$0.00
0020	Tax	0.00	\$0.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	0.00	\$0.00	0.00	\$0.00
0023	Intercompany Issues	10.00	\$10,000.00	0.00	\$0.00
0024	Asset Disposition	0.00	\$0.00	0.00	\$0.00
0025	Non-STB Fee Applications	25.00	\$25,000.00	2.70	\$2,262.50
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit E-7

Simpson Thacher Budget for January 1, 2017, Through January 31, 2017

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	0.00	\$0.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	0.00	\$0.00	1.60	\$896.00
0007	Claims Administration and Objections	0.00	\$0.00	0.00	\$0.00
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.00	\$0.00
0010	Employment and Fee Applications	0.00	\$0.00	5.20	\$3,209.50
0011	Employment and Fee Application Objections	0.00	\$0.00	0.00	\$0.00
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	0.00	\$0.00	0.00	\$0.00
0014	Meetings and Communications with Creditors	0.00	\$0.00	0.00	\$0.00
0015	Non-Working Travel	0.00	\$0.00	0.00	\$0.00
0016	Plan and Disclosure Statement	0.00	\$0.00	0.20	\$263.00
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.00	\$0.00
0020	Tax	0.00	\$0.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	0.00	\$0.00	0.00	\$0.00
0023	Intercompany Issues	0.00	\$0.00	0.00	\$0.00
0024	Asset Disposition	0.00	\$0.00	0.00	\$0.00
0025	Non-STB Fee Applications	0.00	\$0.00	7.20	\$4,509.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit E-8

Simpson Thacher Budget for February 1, 2017, Through February 28, 2017

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	0.00	\$0.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	0.00	\$0.00	1.80	\$960.00
0007	Claims Administration and Objections	0.00	\$0.00	1.20	\$1,650.00
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.00	\$0.00
0010	Employment and Fee Applications	0.00	\$0.00	17.30	\$9,947.50
0011	Employment and Fee Application Objections	0.00	\$0.00	0.00	\$0.00
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	0.00	\$0.00	0.00	\$0.00
0014	Meetings and Communications with Creditors	0.00	\$0.00	0.00	\$0.00
0015	Non-Working Travel	0.00	\$0.00	0.00	\$0.00
0016	Plan and Disclosure Statement	0.00	\$0.00	0.00	\$0.00
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.00	\$0.00
0020	Tax	0.00	\$0.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	0.00	\$0.00	0.00	\$0.00
0023	Intercompany Issues	0.00	\$0.00	0.00	\$0.00
0024	Asset Disposition	0.00	\$0.00	0.00	\$0.00
0025	Non-STB Fee Applications	0.00	\$0.00	2.00	\$2,058.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit E-9

Simpson Thacher Budget for March 1, 2017, Through March 17, 2017

Matter Number	Matter Description	Cumulative Hours Budgeted	Cumulative Fees Budgeted	Actual Hours	Actual Fees
0002	Assumption and Rejection of Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0003	Avoidance Action Analysis	0.00	\$0.00	0.00	\$0.00
0004	Budgeting (Case)	0.00	\$0.00	0.00	\$0.00
0005	Business Operations	0.00	\$0.00	0.00	\$0.00
0006	Case Administration	0.00	\$0.00	0.60	\$327.00
0007	Claims Administration and Objections	0.00	\$0.00	0.00	\$0.00
0008	Corporate Governance and Board Matters	0.00	\$0.00	0.00	\$0.00
0009	Employee Benefits and Pensions	0.00	\$0.00	0.00	\$0.00
0010	Employment and Fee Applications	0.00	\$0.00	12.90	\$8,049.50
0011	Employment and Fee Application Objections	0.00	\$0.00	0.00	\$0.00
0012	Financing and Cash Collateral	0.00	\$0.00	0.00	\$0.00
0013	Litigation: Contested Matters and Adversary Proceedings	0.00	\$0.00	0.00	\$0.00
0014	Meetings and Communications with Creditors	0.00	\$0.00	0.00	\$0.00
0015	Non-Working Travel	0.00	\$0.00	0.00	\$0.00
0016	Plan and Disclosure Statement	0.00	\$0.00	0.00	\$0.00
0018	Relief from Stay and Adequate Protection	0.00	\$0.00	0.00	\$0.00
0020	Tax	0.00	\$0.00	0.00	\$0.00
0021	Valuation	0.00	\$0.00	0.00	\$0.00
0022	Intellectual Property Issues	0.00	\$0.00	0.00	\$0.00
0023	Intercompany Issues	0.00	\$0.00	0.00	\$0.00
0024	Asset Disposition	0.00	\$0.00	0.00	\$0.00
0025	Non-STB Fee Applications	0.00	\$0.00	0.00	\$0.00
0027	Executory Leases and Contracts	0.00	\$0.00	0.00	\$0.00
0028	Lien Investigation	0.00	\$0.00	0.00	\$0.00

Exhibit F

Simpson Thacher Staffing Plan: June 24, 2016 through March 17, 2017

Staffing Plan June 24, 2016 Through July 31, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	6	6	\$1,230
Associates	5	7	\$652
Paralegals & Staff	2	4	\$318

Staffing Plan August 1, 2016 Through August 31, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	4	5	\$1,212
Associates	4	5	\$709
Paralegals & Staff	1	2	\$310

Staffing Plan September 1, 2016 Through September 30, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	4	5	\$1,217
Associates	4	5	\$677
Paralegals & Staff	1	1	\$310

Staffing Plan October 1, 2016 Through October 31, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	4	5	\$1,207
Associates	4	6	\$696
Paralegals & Staff	1	0	\$0

Staffing Plan November 1, 2016 Through November 30, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	4	3	\$1188
Associates	4	4	\$526
Paralegals & Staff	1	3	\$170

Staffing Plan December 1, 2016 Through December 31, 2016

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	4	3	\$1210
Associates	4	4	\$511
Paralegals & Staff	1	0	\$0

Staffing Plan January 1, 2017 Through January 31, 2017

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	2	2	\$1,178
Associates	1	2	\$495
Paralegals & Staff	0	0	\$0

Staffing Plan February 1, 2017 Through February 28, 2017

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	1	1	\$1,375
Associates	1	2	\$512
Paralegals & Staff	0	0	\$0

Staffing Plan March 1, 2017 Through March 17, 2017

Category of Timekeeper	Number of Timekeepers Expected to Work on the Matter During the Period	Actual Number of Timekeepers to Work on the Matter During the Budgeted Period	Estimated Hourly Rate
Partners/Counsel	1	1	\$1,375
Associates	1	2	\$512
Paralegals & Staff	0	0	\$0

Exhibit G

Disbursements Summary

Expense Category	Amount
PACER	\$210.80
Printing	\$3,531.90
Online Research	\$56,190.90
Vendor Charge - Veritext Corp.	\$109.22
Transcript Charges	\$4,304.44
Filing Fees	\$246.06
Local Travel	\$211.43
OT - Meals	\$46.06
OT - Carfare	\$86.79
Total	\$64,937.60

Exhibit G-1

Disbursements Detail

Date	Name	Quantity	Rate	Amount	Description
6/19/2016	Morris Massel	1	\$0.10	\$0.10	PACER
6/19/2016	Morris Massel	1	\$0.10	\$0.10	PACER
6/19/2016	Morris Massel	1	\$0.10	\$0.10	PACER
6/19/2016	Morris Massel	1	\$0.20	\$0.20	PACER
6/19/2016	Morris Massel	1	\$0.20	\$0.20	PACER
6/19/2016	Morris Massel	1	\$0.20	\$0.20	PACER
6/19/2016	Morris Massel	1	\$0.30	\$0.30	PACER
6/19/2016	Morris Massel	1	\$0.30	\$0.30	PACER
6/19/2016	Morris Massel	1	\$0.40	\$0.40	PACER
6/19/2016	Morris Massel	1	\$0.50	\$0.50	PACER
6/19/2016	Morris Massel	1	\$0.50	\$0.50	PACER
6/19/2016	Morris Massel	1	\$0.60	\$0.60	PACER
6/19/2016	Morris Massel	1	\$0.70	\$0.70	PACER
6/19/2016	Morris Massel	1	\$0.80	\$0.80	PACER
6/19/2016	Morris Massel	1	\$1.00	\$1.00	PACER
6/19/2016	Morris Massel	1	\$2.10	\$2.10	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/19/2016	Morris Massel	1	\$3.00	\$3.00	PACER
6/25/2016	Shannon McGovern	1	\$85.42	\$85.42	Online Research - West Law
6/28/2016	Julia E. Heald	1	\$21.60	\$21.60	Local Travel Local Travel; Cab Fare American Express: NYC Taxi 4y39 090000 Long Island C Ny American Express: NYC Taxi 4y39 090000 Long Island C NY Jun 28, 2016; Julia Heald.
6/29/2016	Jonathan R. Myers	1	\$27.36	\$27.36	OT - Carfare
7/6/2016	Teresa Gorman	1	\$0.10	\$0.10	Online Research - Bloomberg Law

[illegible]

7/6/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/6/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/6/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/6/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/6/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/6/2016	Jonathan R. Myers	1	\$16.64	\$16.64	Online Research - Lexis Nexis
7/6/2016	Richard Walker	1	\$56.18	\$56.18	Online Research - West Law
7/6/2016	Richard Walker	1	\$282.79	\$282.79	Online Research - West Law
7/6/2016	Jonathan R. Myers	1	\$319.91	\$319.91	Online Research - West Law
7/6/2016	Jonathan R. Myers	1	\$1,036.89	\$1,036.89	Online Research - West Law
7/6/2016	Nicholas Baker	1	\$1,768.13	\$1,768.13	Transcript Charges
7/7/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/7/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/7/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/7/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/7/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/7/2016	Jonathan R. Myers	1	\$0.20	\$0.20	PACER
7/7/2016	Jonathan R. Myers	1	\$0.30	\$0.30	PACER
7/7/2016	Jonathan R. Myers	1	\$0.40	\$0.40	PACER
7/7/2016	Jonathan R. Myers	1	\$0.60	\$0.60	PACER
7/7/2016	Jonathan R. Myers	1	\$1.00	\$1.00	PACER
7/7/2016	Jonathan R. Myers	1	\$2.20	\$2.20	PACER
7/7/2016	Jonathan R. Myers	1	\$2.30	\$2.30	PACER
7/7/2016	Jonathan R. Myers	1	\$3.00	\$3.00	PACER
7/7/2016	Jonathan R. Myers	1	\$3.00	\$3.00	PACER
7/7/2016	Richard Walker	1	\$440.85	\$440.85	Online Research - West Law
7/7/2016	Jonathan R. Myers	1	\$471.31	\$471.31	Online Research - West Law
7/7/2016	Richard Walker	1	\$565.58	\$565.58	Online Research - West Law
7/11/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/11/2016	Jonathan R. Myers	1	\$0.40	\$0.40	PACER
7/11/2016	Rubien Dobson	7	\$0.25	\$1.75	Printing
7/11/2016	Rubien Dobson	1	\$6.00	\$6.00	Printing
7/11/2016	Richard Walker	1	\$94.27	\$94.27	Online Research - West Law
7/11/2016	Rubien Dobson	1222	\$0.10	\$122.20	Printing
7/12/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/12/2016	Julia E. Heald	1	\$0.40	\$0.40	PACER

7/12/2016	Sheila Sterling	1	\$0.40	\$0.40	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$0.50	\$0.50	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$1.30	\$1.30	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$1.50	\$1.50	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$2.10	\$2.10	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$2.40	\$2.40	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
7/12/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
7/14/2016	Jonathan R. Myers	1	\$282.79	\$282.79	Online Research - West Law
7/14/2016	Jonathan R. Myers	1	\$786.48	\$786.48	Online Research - West Law
7/15/2016	Jonathan R. Myers	1	\$56.18	\$56.18	Online Research - West Law
7/15/2016	Jonathan R. Myers	1	\$188.52	\$188.52	Online Research - West Law
7/18/2016	Jeffrey E. Baldwin	1	\$56.18	\$56.18	Online Research - West Law
7/18/2016	Jonathan R. Myers	1	\$188.52	\$188.52	Online Research - West Law
7/18/2016	Jonathan R. Myers	1	\$280.89	\$280.89	Online Research - West Law
7/19/2016	Julia E. Heald	1	\$56.18	\$56.18	Online Research - West Law
7/19/2016	Jonathan R. Myers	1	\$112.36	\$112.36	Online Research - West Law
7/19/2016	Jeffrey E. Baldwin	1	\$188.52	\$188.52	Online Research - West Law
7/19/2016	Julia E. Heald	1	\$188.52	\$188.52	Online Research - West Law
7/19/2016	Jeffrey E. Baldwin	1	\$224.71	\$224.71	Online Research - West Law
7/20/2016	Jarvis Coston	116	\$0.10	\$11.60	Printing
7/20/2016	Jeffrey E. Baldwin	1	\$56.18	\$56.18	Online Research - West Law
7/20/2016	Jonathan R. Myers	1	\$56.18	\$56.18	Online Research - West Law
7/20/2016	Jonathan R. Myers	1	\$471.31	\$471.31	Online Research - West Law
7/21/2016	Jonathan R. Myers	1	\$337.08	\$337.08	Online Research - West Law
7/21/2016	Jonathan R. Myers	1	\$848.36	\$848.36	Online Research - West Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Teresa Gorman	1	\$13.47	\$13.47	Online Research - Bloomberg Law
7/22/2016	Jonathan R. Myers	1	\$56.18	\$56.18	Online Research - West Law
7/22/2016	Julia E. Heald	1	\$112.36	\$112.36	Online Research - West Law

7/22/2016	Julia E. Heald	1	\$188.52	\$188.52	Online Research - West Law
7/22/2016	Jonathan R. Myers	1	\$282.80	\$282.80	Online Research - West Law
7/26/2016	Jonathan R. Myers	1	\$112.36	\$112.36	Online Research - West Law
7/26/2016	Jonathan R. Myers	1	\$188.52	\$188.52	Online Research - West Law
7/26/2016	Julia E. Heald	1	\$362.46	\$362.46	Transcript Charges
7/27/2016	Jonathan R. Myers	1	\$26.00	\$26.00	Ot - Carfare
7/27/2016	Jonathan R. Myers	1	\$112.36	\$112.36	Online Research - West Law
7/27/2016	Jonathan R. Myers	1	\$282.79	\$282.79	Online Research - West Law
7/28/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.30	\$0.30	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.30	\$0.30	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.30	\$0.30	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.40	\$0.40	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.50	\$0.50	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.60	\$0.60	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.70	\$0.70	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.80	\$0.80	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$0.90	\$0.90	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$1.10	\$1.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$1.10	\$1.10	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$1.20	\$1.20	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$1.50	\$1.50	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$1.60	\$1.60	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$2.80	\$2.80	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
7/28/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
7/28/2016	Jonathan R. Myers	1	\$280.89	\$280.89	Online Research - West Law
7/28/2016	Jonathan R. Myers	1	\$659.84	\$659.84	Online Research - West Law
7/29/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/29/2016	Jonathan R. Myers	1	\$0.10	\$0.10	PACER
7/29/2016	Jonathan R. Myers	1	\$0.60	\$0.60	PACER
7/29/2016	Jonathan R. Myers	1	\$0.70	\$0.70	PACER
7/29/2016	Jonathan R. Myers	1	\$0.80	\$0.80	PACER
7/29/2016	Jonathan R. Myers	1	\$0.80	\$0.80	PACER

7/29/2016	Jonathan R. Myers	1	\$0.80	\$0.80	PACER
7/29/2016	Jonathan R. Myers	1	\$1.20	\$1.20	PACER
7/29/2016	Jonathan R. Myers	1	\$3.00	\$3.00	PACER
7/29/2016	Jonathan R. Myers	1	\$207.57	\$207.57	Online Research - West Law
7/29/2016	Jonathan R. Myers	1	\$282.79	\$282.79	Online Research - West Law
7/31/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
7/31/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
7/31/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
7/31/2016	Julia E. Heald	1	\$2.10	\$2.10	PACER
7/31/2016	Julia E. Heald	1	\$2.20	\$2.20	PACER
7/31/2016	Jonathan R. Myers	1	\$188.52	\$188.52	Online Research - West Law
8/1/2016	Julia E. Heald	1	\$22.88	\$22.88	Ot Carfare
8/1/2016	Manuel Cruz	268	\$0.10	\$26.80	Printing
8/1/2016	Julia E. Heald	1	\$185.82	\$185.82	Online Research - West Law
8/1/2016	Julia E. Heald	1	\$207.86	\$207.86	Online Research - West Law
8/2/2016	Jonathan R. Myers	1	\$114.43	\$114.43	Online Research - West Law
8/2/2016	Jonathan R. Myers	1	\$415.73	\$415.73	Online Research - West Law
8/3/2016	Julia E. Heald	1	\$103.94	\$103.94	Online Research - West Law
8/3/2016	Jonathan R. Myers	1	\$207.86	\$207.86	Online Research - West Law
8/3/2016	Jonathan R. Myers	1	\$247.75	\$247.75	Online Research - West Law
8/5/2016	Jonathan R. Myers	1	\$415.73	\$415.73	Online Research - West Law
8/6/2016	Jonathan R. Myers	1	\$61.94	\$61.94	Online Research - West Law
8/6/2016	Jonathan R. Myers	1	\$1,766.83	\$1,766.83	Online Research - West Law
8/8/2016	Lloyd Colona	1	\$13.11	\$13.11	Online Research - Bloomberg Law
8/8/2016	Lloyd Colona	1	\$13.11	\$13.11	Online Research - Bloomberg Law
8/9/2016	Jonathan R. Myers	1	\$207.86	\$207.86	Online Research - West Law
8/9/2016	Nicholas Baker	1	\$636.27	\$636.27	Transcript Charges
8/10/2016	Randy Moonan	1	\$58.11	\$58.11	Local Travel
8/10/2016	Randy Moonan	1	\$185.82	\$185.82	Online Research - West Law
8/10/2016	Jonathan R. Myers	1	\$467.16	\$467.16	Online Research - West Law
8/10/2016	Randy Moonan	1	\$935.39	\$935.39	Online Research - West Law
8/10/2016	Jonathan R. Myers	1	\$1,143.24	\$1,143.24	Online Research - West Law
8/11/2016	Jonathan R. Myers	1	\$61.94	\$61.94	Online Research - West Law
8/11/2016	Randy Moonan	1	\$207.86	\$207.86	Online Research - West Law
8/11/2016	Jonathan R. Myers	1	\$1,351.11	\$1,351.11	Online Research - West Law
8/17/2016	William T. Russell Jr	1	\$126.22	\$126.22	Local Travel
8/23/2016	Julia E. Heald	1	\$43.10	\$43.10	Transcript Charges
8/23/2016	Nicholas Baker	1	\$103.94	\$103.94	Online Research - West Law
8/23/2016	Nicholas Baker	1	\$185.81	\$185.81	Online Research - West Law
8/25/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER

8/25/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.40	\$0.40	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.50	\$0.50	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$0.60	\$0.60	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$1.10	\$1.10	PACER
8/25/2016	Jeffrey E. Baldwin	1	\$1.10	\$1.10	PACER
8/25/2016	Nicholas Baker	1	\$207.86	\$207.86	Online Research - West Law
9/1/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/1/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/1/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
9/6/2016	Julia E. Heald	1	\$293.18	\$293.18	Transcript Charges
9/7/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/7/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/7/2016	Jeffrey E. Baldwin	1	\$0.20	\$0.20	PACER
9/7/2016	Morris Massel	1	\$0.20	\$0.20	PACER
9/7/2016	Morris Massel	1	\$0.20	\$0.20	PACER
9/7/2016	Morris Massel	1	\$0.50	\$0.50	PACER
9/7/2016	Jeffrey E. Baldwin	1	\$1.10	\$1.10	PACER
9/7/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
9/8/2016	Jonathan R. Myers	1	\$218.03	\$218.03	Online Research - West Law
9/8/2016	Jonathan R. Myers	1	\$243.89	\$243.89	Online Research - West Law
9/9/2016	Jonathan R. Myers	1	\$436.05	\$436.05	Online Research - West Law
9/9/2016	Jonathan R. Myers	1	\$609.71	\$609.71	Online Research - West Law
9/12/2016	Jonathan R. Myers	1	\$145.36	\$145.36	Online Research - West Law
9/12/2016	Jonathan R. Myers	1	\$365.83	\$365.83	Online Research - West Law
9/13/2016	Jonathan R. Myers	1	\$0.00	\$0.00	Online Research - West Law
9/13/2016	Jonathan R. Myers	1	\$436.05	\$436.05	Online Research - West Law
9/13/2016	Jonathan R. Myers	1	\$1,341.37	\$1,341.37	Online Research - West Law
9/14/2016	Nicholas Baker	1	\$109.22	\$109.22	Document Retrieval - :Vendor: Ct Corporation
9/14/2016	Julia E. Heald	1	\$238.58	\$238.58	Transcript Charges
9/16/2016	Jonathan R. Myers	1	\$72.68	\$72.68	Online Research - West Law
9/16/2016	Jonathan R. Myers	1	\$243.88	\$243.88	Online Research - West Law
9/18/2016	Julia E. Heald	1	\$243.88	\$243.88	Online Research - West Law
9/18/2016	Jonathan R. Myers	1	\$363.38	\$363.38	Online Research - West Law
9/18/2016	Jonathan R. Myers	1	\$1,707.19	\$1,707.19	Online Research - West Law
9/19/2016	ID Library	1	\$0.10	\$0.10	PACER
9/19/2016	ID Library	1	\$0.10	\$0.10	PACER
9/19/2016	ID Library	1	\$0.20	\$0.20	PACER

9/19/2016	ID Library	1	\$1.30	\$1.30	PACER
9/19/2016	Morris Massel	1	\$13.64	\$13.64	Online Research - Bloomberg Law
9/20/2016	Jonathan R. Myers	1	\$145.36	\$145.36	Online Research - West Law
9/20/2016	Jonathan R. Myers	1	\$609.71	\$609.71	Online Research - West Law
9/21/2016	Jonathan R. Myers	1	\$0.00	\$0.00	Online Research - West Law
9/21/2016	Brian Roe	1	\$0.10	\$0.10	PACER
9/21/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/21/2016	Brian Roe	1	\$0.20	\$0.20	PACER
9/21/2016	Jeffrey E. Baldwin	1	\$0.40	\$0.40	PACER
9/21/2016	Brian Roe	1	\$1.00	\$1.00	PACER
9/21/2016	Brian Roe	1	\$2.10	\$2.10	PACER
9/21/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
9/21/2016	Lloyd Colona	1	\$13.64	\$13.64	Online Research - Bloomberg Law
9/21/2016	Lloyd Colona	1	\$13.64	\$13.64	Online Research - Bloomberg Law
9/21/2016	Jonathan R. Myers	1	\$1,889.52	\$1,889.52	Online Research - West Law
9/21/2016	Jonathan R. Myers	1	\$3,902.15	\$3,902.15	Online Research - West Law
9/22/2016	Julia E. Heald	1	\$0.10	\$0.10	PACER
9/22/2016	Julia E. Heald	1	\$0.60	\$0.60	PACER
9/22/2016	Julia E. Heald	1	\$0.70	\$0.70	PACER
9/22/2016	Julia E. Heald	1	\$0.80	\$0.80	PACER
9/22/2016	Julia E. Heald	1	\$72.68	\$72.68	Online Research - West Law
9/22/2016	Julia E. Heald	1	\$243.88	\$243.88	Online Research - West Law
9/22/2016	Jonathan R. Myers	1	\$715.66	\$715.66	Online Research - West Law
9/22/2016	Jonathan R. Myers	1	\$3,048.56	\$3,048.56	Online Research - West Law
9/27/2016	Julia E. Heald	1	\$27.10	\$27.10	Online Research - West Law
9/27/2016	Julia E. Heald	1	\$165.74	\$165.74	Transcripts
9/27/2016	Julia E. Heald	1	\$341.19	\$341.19	Online Research - West Law
9/27/2016	Julia E. Heald	1	\$609.71	\$609.71	Online Research - West Law
9/28/2016	Julia E. Heald	1	\$121.94	\$121.94	Online Research - West Law
9/28/2016	Julia E. Heald	1	\$726.74	\$726.74	Online Research - West Law
9/29/2016	Jeffrey E. Baldwin	1	\$0.10	\$0.10	PACER
9/29/2016	Jeffrey E. Baldwin	1	\$0.40	\$0.40	PACER
9/29/2016	Jeffrey E. Baldwin	1	\$0.50	\$0.50	PACER
9/29/2016	Jeffrey E. Baldwin	1	\$0.50	\$0.50	PACER
9/29/2016	Jeffrey E. Baldwin	1	\$1.20	\$1.20	PACER
9/29/2016	Jeffrey E. Baldwin	1	\$3.00	\$3.00	PACER
9/29/2016	Morris Massel	1	\$13.64	\$13.64	Online Research - Bloomberg Law
9/30/2016	Nicholas Baker	1	\$246.06	\$246.06	Filing Fees - :Vendor: Ct Corporation System

10/4/2016	Julia E. Heald	1	\$75.52	\$75.52	Transcripts
10/6/2016	Morris Massel	1	\$0.10	\$0.10	PACER
10/6/2016	Morris Massel	1	\$1.80	\$1.80	PACER
10/6/2016	Morris Massel	1	\$15.30	\$15.30	PACER
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/7/2016	Penny Frank	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/11/2016	Julia E. Heald	1	\$3.00	\$3.00	PACER
10/11/2016	Julia E. Heald	1	\$3.00	\$3.00	PACER
10/12/2016	Pamela Campbell	1	\$5.50	\$5.50	Limo/Taxi/Train/Subway - :Vendor: Petty Cash
10/13/2016	Jonathan R. Myers	1	\$182.42	\$182.42	Online Research - West Law
10/13/2016	Jonathan R. Myers	1	\$408.08	\$408.08	Online Research - West Law
10/14/2016	Jonathan R. Myers	1	\$364.81	\$364.81	Online Research - West Law
10/14/2016	Jonathan R. Myers	1	\$408.09	\$408.09	Online Research - West Law
10/17/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/17/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/17/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/17/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/17/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/17/2016	Julia E. Heald	1	\$1.10	\$1.10	PACER
10/17/2016	Julia E. Heald	1	\$2.50	\$2.50	PACER
10/17/2016	Julia E. Heald	1	\$2.90	\$2.90	PACER
10/17/2016	Julia E. Heald	1	\$3.00	\$3.00	PACER
10/17/2016	Jonathan R. Myers	1	\$182.41	\$182.41	Online Research - West Law
10/17/2016	Jonathan R. Myers	1	\$306.07	\$306.07	Online Research - West Law
10/18/2016	Julia E. Heald	1	\$1.40	\$1.40	PACER
10/18/2016	Jonathan R. Myers	1	\$608.02	\$608.02	Online Research - West Law
10/18/2016	Jonathan R. Myers	1	\$1,530.35	\$1,530.35	Online Research - West Law
10/19/2016	Jonathan R. Myers	1	\$364.83	\$364.83	Online Research - West Law
10/19/2016	Jonathan R. Myers	1	\$1,326.30	\$1,326.30	Online Research - West Law
10/20/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/20/2016	Julia E. Heald	1	\$0.40	\$0.40	PACER
10/20/2016	Jonathan E. Endean	1	\$0.50	\$0.50	PACER
10/20/2016	Julia E. Heald	1	\$0.50	\$0.50	PACER

10/20/2016	Julia E. Heald	1	\$0.60	\$0.60	PACER
10/20/2016	Julia E. Heald	1	\$0.80	\$0.80	PACER
10/20/2016	Jonathan E. Endean	1	\$2.30	\$2.30	PACER
10/20/2016	Jonathan E. Endean	1	\$2.80	\$2.80	PACER
10/20/2016	Jonathan E. Endean	1	\$3.00	\$3.00	PACER
10/20/2016	Jonathan E. Endean	1	\$3.00	\$3.00	PACER
10/20/2016	Jonathan E. Endean	1	\$3.00	\$3.00	PACER
10/20/2016	Julia E. Heald	1	\$3.00	\$3.00	PACER
10/20/2016	Morris Massel	1	\$12.57	\$12.57	Online Research - Bloomberg Law
10/20/2016	Jonathan E. Endean	1	\$102.03	\$102.03	Online Research - West Law
10/20/2016	Julia E. Heald	1	\$204.05	\$204.05	Online Research - West Law
10/20/2016	Julia E. Heald	1	\$346.25	\$346.25	Online Research - West Law
10/21/2016	Jonathan R. Myers	1	\$1,239.76	\$1,239.76	Online Research - West Law
10/21/2016	Jonathan R. Myers	1	\$3,570.79	\$3,570.79	Online Research - West Law
10/24/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/24/2016	Julia E. Heald	1	\$0.20	\$0.20	PACER
10/24/2016	Julia E. Heald	1	\$0.60	\$0.60	PACER
10/24/2016	Julia E. Heald	1	\$1.10	\$1.10	PACER
10/24/2016	Julia E. Heald	1	\$1.10	\$1.10	PACER
10/24/2016	Julia E. Heald	1	\$1.10	\$1.10	PACER
10/24/2016	Julia E. Heald	1	\$3.00	\$3.00	PACER
10/24/2016	Jeffrey E. Baldwin	1	\$102.03	\$102.03	Online Research - West Law
10/24/2016	Jeffrey E. Baldwin	1	\$121.60	\$121.60	Online Research - West Law
10/24/2016	Jonathan R. Myers	1	\$304.02	\$304.02	Online Research - West Law
10/24/2016	Veronica R. Jordan-Davis	1	\$561.64	\$561.64	Online Research - West Law
10/24/2016	Veronica R. Jordan-Davis	1	\$714.16	\$714.16	Online Research - West Law
10/24/2016	Jonathan R. Myers	1	\$2,856.64	\$2,856.64	Online Research - West Law
10/25/2016	Jonathan E. Endean	1	\$16.70	\$16.70	Meals - Overtime
10/25/2016	Veronica R. Jordan-Davis	1	\$102.03	\$102.03	Online Research - West Law
10/25/2016	Jonathan E. Endean	1	\$182.41	\$182.41	Online Research - West Law
10/25/2016	Jonathan E. Endean	1	\$204.06	\$204.06	Online Research - West Law
10/26/2016	Veronica R. Jordan-Davis	1	\$10.55	\$10.55	OT - Carfare
10/26/2016	Jonathan E. Endean	1	\$60.80	\$60.80	Online Research - West Law
10/26/2016	Veronica R. Jordan-Davis	1	\$60.80	\$60.80	Online Research - West Law
10/26/2016	Jonathan E. Endean	1	\$204.05	\$204.05	Online Research - West Law
10/26/2016	Veronica R. Jordan-Davis	1	\$714.16	\$714.16	Online Research - West Law

10/27/2016	Veronica R. Jordan-Davis	1	\$29.36	\$29.36	Meals - Overtime
11/7/2016	Morris Massel	1	\$3.00	\$3.00	PACER
11/7/2016	Morris Massel	1	\$3.00	\$3.00	PACER
11/9/2016	Freddy Martinez	1	\$0.10	\$0.10	Copies
11/9/2016	Freddy Martinez	1	\$0.10	\$0.10	Copies
11/9/2016	Freddy Martinez	139	\$0.10	\$13.90	Copies
11/16/2016	Morris Massel	1	\$9.25	\$9.25	Online Research - Bloomberg Law
11/16/2016	Morris Massel	1	\$9.25	\$9.25	Online Research - Bloomberg Law
11/16/2016	Julia E. Heald	1	\$81.60	\$81.60	Transcripts
11/29/2016	Jarvis Coston	1	\$0.10	\$0.10	Copies
11/29/2016	Jarvis Coston	23	\$0.10	\$2.30	Copies
11/29/2016	Jarvis Coston	842	\$0.25	\$210.50	Color Copies
11/30/2016	Rubien Dobson	6	\$0.50	\$3.00	Printing
11/30/2016	Rubien Dobson	2	\$1.75	\$3.50	Printing
11/30/2016	Rubien Dobson	48	\$0.10	\$4.80	Printing
11/30/2016	Aaron Tong	4	\$1.75	\$7.00	Printing
11/30/2016	Aaron Tong	32	\$0.25	\$8.00	Printing
11/30/2016	Rubien Dobson	48	\$0.25	\$12.00	Printing
11/30/2016	Aaron Tong	3468	\$0.25	\$867.00	Printing
11/30/2016	Aaron Tong	3468	\$0.25	\$867.00	Printing
11/30/2016	Aaron Tong	3468	\$0.25	\$867.00	Printing
12/5/2016	Morris Massel	1	\$3.00	\$3.00	Online Research - Bloomberg Law
12/5/2016	Morris Massel	1	\$11.62	\$11.62	Online Research - Bloomberg Law
12/15/2016	Rubien Dobson	3	\$1.75	\$5.25	Printing
12/15/2016	Rubien Dobson	12	\$0.50	\$6.00	Printing
12/15/2016	Rubien Dobson	69	\$0.25	\$17.25	Printing
12/15/2016	Rubien Dobson	3273	\$0.10	\$327.30	Printing
12/20/2016	Julia E. Heald	1	\$287.90	\$287.90	Transcripts
1/3/2017	Julia E. Heald	1	\$293.20	\$293.20	Transcripts
1/17/2017	Julia E. Heald	1	\$58.76	\$58.76	Transcripts
3/6/2017	Julia E. Heald	1	\$141.45	\$141.45	Outside Printing / Duplicating Copying; Payment

Exhibit H

Time Records for the Compensation Period

Timekeeper Category: 002724-0002 – Assumption and Rejection of Leases and Contracts

Date	Name	Description	Hours	Amount
7/17/2016	Baker, Nicholas	review of schedule of assumed contracts and EM to Deloitte and STB (W. Russel, S Qusba, M. Massel, J. Heald, J. Baldwin) re same and description of deadline in APA for buyer list of assumed contracts	0.30	\$298.50
8/8/2016	Qusba, Sandy	T/c with M. Massel, B. Russell, G. Galardi, K. Alexander and others regarding potential lease rejections in connection with sale.	0.40	\$526.00
8/15/2016	Russell Jr, William T.	Review creditor objection to assignment and assumptions (.3)	0.30	\$394.50
Totals:			1.00	\$1,219.00

Timekeeper Category: 002724-0003 – Avoidance Action Analysis

Date	Name	Description	Hours	Amount
7/6/2016	Russell Jr, William T.	Analyze potential claims issues and emails STB team re same (.5)	0.50	\$657.50
7/6/2016	Russell Jr, William T.	Analyze potential avoidance action issues and emails STB team re same (.7)	0.70	\$920.50
7/19/2016	Heald, Julia E.	Rs ch. re: avoidance action standards	1.70	\$824.50
7/21/2016	Russell Jr, William T.	Analyze potential avoidance action theories w/ STB team (.8)	0.80	\$1,052.00
7/25/2016	Russell Jr, William T.	Develop strategy for avoidance actions (.9)	0.90	\$1,183.50
7/28/2016	Russell Jr, William T.	Analyze issues re potential causes of action (.9)	0.90	\$1,183.50
8/1/2016	Heald, Julia E.	Rs ch. re: avoidance action standards	4.80	\$2,328.00
8/2/2016	Heald, Julia E.	T/c w/ J. Baldwin re: research on avoidance actions	0.30	\$145.50
8/3/2016	Heald, Julia E.	Cont. rsch. re: potential avoidance actions	2.50	\$1,212.50
8/9/2016	Russell Jr, William T.	Analyze legal issues re potential claims and emails committee, STB team re same (1.0)	1.00	\$1,315.00
8/11/2016	Baker, Nicholas	review of EM regarding Kinja transfers and EM to Deloitte re same	0.30	\$298.50
8/17/2016	Russell Jr, William T.	T/C committee re: avoidance action issues.	0.30	\$394.50
8/21/2016	Russell Jr, William T.	Emails STB team, Deloitte re avoidance action issues (.2)	0.20	\$263.00

Date	Name	Description	Hours	Amount
8/22/2016	Russell Jr, William T.	T/c Deloitte re potential avoidance action analysis (.2)	0.20	\$263.00
10/10/2016	Russell Jr, William T.	Emails committee, STB team re potential avoidance actions (.4)	0.40	\$526.00
10/14/2016	Russell Jr, William T.	Review and revise demand letter and emails STB team re same (.5)	0.50	\$657.50
10/17/2016	Qusba, Sandy	TC w/ B. Russell re demand letter (.2); tc w/ Committee re same (.6); review revised draft of demand letter (.2).	1.00	\$1,315.00
10/17/2016	Russell Jr, William T.	Revise demand letter to debtors and t/cs, emails Committee, STB team re same (.4)	0.40	\$526.00
10/19/2016	Russell Jr, William T.	Emails Deloitte re potential avoidance actions and related info request to debtors (.5)	0.50	\$657.50
10/21/2016	Qusba, Sandy	Review Debtors' response to Demand Letter (.3); meeting w/ M. Massel, J. Baldwin and J. Heald re same (.3).	0.60	\$789.00
10/21/2016	Russell Jr, William T.	Review debtor response to STN demand and emails STB team re same (.6)	0.60	\$789.00
10/25/2016	Qusba, Sandy	Review and comment on draft papers re standing (1.7).	1.70	\$2,235.50
10/25/2016	Russell Jr, William T.	Review and revise motion for standing (1.7)	1.70	\$2,235.50
Totals:			22.50	\$21,772.50

Timekeeper Category: 002724-0004 – Budgeting (Case)

Date	Name	Description	Hours	Amount
7/18/2016	Russell Jr, William T.	Prepare case budget and t/cs, emails STB team, Deloitte re same (1.1)	1.10	\$1,446.50
7/18/2016	Massel, Morris	Commenting on budget.	0.20	\$206.00
7/18/2016	Baker, Nicholas	review of July-August budget and comments to W. Russel re same	0.10	\$99.50
11/29/2016	Massel, Morris	Preparing budget.	0.70	\$721.00
Totals:			2.10	\$2,473.00

Timekeeper Category: 002724-0005 – Business Operations

Date	Name	Description	Hours	Amount
6/25/2016	Massel, Morris	(Gawker) - Tc w/ S. Qusba re background/update (.4); Reviewing and commenting on bid pros and form of order (2.0); Reviewing, commenting on and analyzing critical vendor motion/order (1.0); Internal corresp. re case procedures and strategy (.5).	3.90	\$4,017.00

Date	Name	Description	Hours	Amount
6/26/2016	Qusba, Sandy	Review critical vendor motion; review and comment on critical vendor order, including comments made by M. Massel.	2.00	\$2,630.00
6/26/2016	Russell Jr, William T.	review critical vendor motion and revised proposed order re same and emails STB team re same (.9)	0.90	\$1,183.50
6/27/2016	Russell Jr, William T.	review materials re critical vendors(.8)	0.80	\$1,052.00
6/30/2016	Russell Jr, William T.	emails debtors re advertiser issues (.3)	0.30	\$394.50
6/30/2016	Russell Jr, William T.	review Denton-ZD consulting agreement (.3)	0.30	\$394.50
7/6/2016	Russell Jr, William T.	Review revised cash management order and emails STB team re same (.7)	0.70	\$920.50
7/7/2016	Russell Jr, William T.	Review revised tax and insurance orders (.3)	0.30	\$394.50
7/7/2016	Russell Jr, William T.	Review revised cash manager order (.3)	0.30	\$394.50
7/19/2016	Massel, Morris	Corresp. & Tc w/J. Doyle re: critical vendors.	0.20	\$206.00
7/20/2016	Russell Jr, William T.	Emails Deloitte, STB team re critical vendor issues (.6)	0.60	\$789.00
7/26/2016	Russell Jr, William T.	Review info re critical vendors and t/cs, emails committee, Deloitte re same (.5)	0.50	\$657.50
7/27/2016	Russell Jr, William T.	T/cs, emails Deloitte re critical vendor issues (.7)	0.70	\$920.50
8/10/2016	Baker, Nicholas	review of dataroom for new documents and EM to W. Russel, M. Massel and S. Qusba re insurance	0.50	\$497.50
8/18/2016	Moonan, Randy	Research re Gawker operations; email to B. Russell re same.	1.10	\$775.50
8/19/2016	Russell Jr, William T.	Review material from Deloitte (.4)	0.40	\$526.00
8/24/2016	Russell Jr, William T.	Emails debtors, STB team re D&O policies (.5)	0.50	\$657.50
9/7/2016	Russell Jr, William T.	Review D&O policy and summary and emails STB team re same (.6)	0.60	\$789.00
9/19/2016	Russell Jr, William T.	Review financial info from debtors (.3)	0.30	\$394.50
Totals:			14.90	\$17,594.00

Timekeeper Category: 002724-0006 – Case Administration

Date	Name	Description	Hours	Amount
6/25/2016	Qusba, Sandy	t/c with B. Russell, N. Baker, S. McGovern and J. Heald regarding work assignments and case overview	0.45	\$591.75
6/25/2016	Heald, Julia E.	Prep. working group contact list	0.80	\$388.00
6/26/2016	Russell Jr, William T.	t/c committee, STB team re strategy issues (1.3)	1.30	\$1,709.50
6/26/2016	Massel, Morris	; Drafting bylaws (.5); Drafting notice of appearance (.2);	0.70	\$721.00

Date	Name	Description	Hours	Amount
6/27/2016	Qusba, Sandy	Review and comment on M. Massel's draft bylaws; correspondence with Committee regarding financial advisor retention; review financial advisor pitch books.	2.50	\$3,287.50
6/27/2016	Russell Jr, William T.	Adjourned court hearing, prep for same and confs, emails STB, committee re same and conf. debtors, buyer, UST at hearing re general case emails STB team, committee re strategic issues (1.3) issues (1.8); t/cs, emails FAs, committee, STB re retention of potential FAs (1.6); confs,	3.20	\$4,208.00
6/27/2016	Massel, Morris	Reviewing bylaws (.5); Drafting workflows & reviewing related docs (3.0).	3.50	\$3,605.00
6/27/2016	Massel, Morris	Drafting tracking lists and templates and related corresp.	1.50	\$1,545.00
6/27/2016	Heald, Julia E.	Prep. notice of appearance (.7);	0.70	\$339.50
6/28/2016	Qusba, Sandy	Meeting with B. Russell, M. Massel, N. Baker and J. Baldwin regarding work streams (0.8); interview Deloitte with Committee for financial financial advisor (0.8). advisor (1.4); meeting with M. Massel, B. Russell and committee regarding selection of	3.00	\$3,945.00
6/28/2016	Russell Jr, William T.	Interview potential FAs and emails confs committee, STB team re same (4.8)	4.80	\$6,312.00
6/28/2016	Massel, Morris	(Case Admin) - Mtg. w/ clients (.8); Tcs w/ Lazard (.5) & BRG (.5) re backgrounds; Revising task lists (.4); Oc w/ S. Qusba, W. Russell, N. Baker re: sale order, critical vendors & litigation strategy (.8). Revising bylaws (.5); Mtgs. w/ committee & banks & follow-up w/ committee (2.5).	6.00	\$6,180.00
6/28/2016	Moonan, Randy	Rsrch re motion to clarify document production to creditors.	2.50	\$1,762.50
6/28/2016	Heald, Julia E.	Prep. for pitch meetings by financial advisors (.5); review docket and prep. case calendar (1.9); review and summarize first day motions (5.4)	7.80	\$3,783.00
6/29/2016	Massel, Morris	CASE MGMT & ADMIN: Reviewing & revising calendar & task list (.7); Call w/ Deloitte (.5); Corresp. re and	5.20	\$5,356.00

Date	Name	Description	Hours	Amount
		drafting website text (.7); Reviewing first days (1.5); Committee call (1.80).		
6/29/2016	Baldwin, Jeffrey E.	Attend litigation team meeting re: case introduction (.50).	0.50	\$497.50
6/29/2016	Moonan, Randy	T/c/w committee re bid procedures and APA objections.	1.80	\$1,269.00
6/29/2016	Heald, Julia E.	Cont. review and summarize first day motions (4.0); cont. prep. case calendar (1.7); mtg. w/ STB litigation team re: case background (.5); corresp. w/ S. Crosskey re: background and admin. tasks (.4)	6.60	\$3,201.00
6/30/2016	Massel, Morris	CASE ADMIN.: Revising first day summary (.8); Reviewing & analyzing first day motions (.6).	1.60	\$1,648.00
6/30/2016	Heald, Julia E.	Prep. summary of first day motions	2.00	\$970.00
6/30/2016	Crosskey, Stephanie	Update Gawker Media working group list; set up recurring bi-weekly meetings w/ Conference Services per J. Heald.	1.00	\$310.00
7/1/2016	Russell Jr, William T.	review draft NDA and emails STB team re same (.9)	0.90	\$1,183.50
7/1/2016	Massel, Morris	(Gawker) - CASE ADMIN.: Committee call (1.2); Prep for call (.4); Corresp. re: inter-companies (.2)	1.80	\$1,854.00
7/1/2016	Moonan, Randy	Draft confidential information motion.	1.30	\$916.50
7/1/2016	Wielgus, Gedaliah	marked up nda and sent for review	0.50	\$242.50
7/4/2016	Russell Jr, William T.	Draft memo for committee re committee member duties (.5)	0.50	\$657.50
7/5/2016	Russell Jr, William T.	T/cs committee advisors re strategic issues (.4)	0.50	\$657.50
7/5/2016	Russell Jr, William T.	Review sale materials from the debtors (.4)	0.50	\$657.50
7/5/2016	Russell Jr, William T.	Review committee by-laws (.6)	0.80	\$1,052.00
7/5/2016	Russell Jr, William T.	T/cs, confs, emails STB team re strategic issues (.9)	1.00	\$1,315.00
7/5/2016	Massel, Morris	Revising Website text (.3); Reviewing & revising info motion (.8); Updating calendar & task list & agenda (.8).	2.50	\$2,575.00
7/5/2016	Moonan, Randy	Draft confidential information motion.	0.90	\$634.50
7/5/2016	Heald, Julia E.	Review docket and update internal case calendar	0.30	\$145.50
7/6/2016	Qusba, Sandy	Correspondence with STB team (B. Russell, M. Massel and N. Baker) regarding various issues.	0.20	\$263.00
7/6/2016	Russell Jr, William T.	Revise memo to committee re committee member duties and emails STB team re same (.6)	0.60	\$789.00

Date	Name	Description	Hours	Amount
7/6/2016	Russell Jr, William T.	Review revised NDA and emails, t/c STB team re same (.4)	0.40	\$526.00
7/6/2016	Massel, Morris	Revising/reviewing mgmt docs & fid. memo.	0.70	\$721.00
7/6/2016	Baker, Nicholas	assigning tasks to J. Heald and R. Moonan for binders for second day hearing	0.20	\$199.00
7/6/2016	Moonan, Randy	T/c/w J. Head re preparation for July 7 hearing.	0.40	\$282.00
7/6/2016	Myers, Jonathan R.	Research re: UCC's obligations to share confidential or privileged information under 1102(b)(3)(A).	2.00	\$970.00
7/6/2016	Wielgus, Gedaliah	responded to inquiry regarding nda	0.20	\$97.00
7/6/2016	Crosskey, Stephanie	Assist J. Heald prep materials for B. Russell and S. Qusba hearing binders. Hearing re: Case Management Motion; Cash Management Motion; Wages Motion; Taxes Motion; Insurance Motion; Utilities Motion; DIP Motion; Critical Vendors Motion;	1.25	\$387.50
7/7/2016	Russell Jr, William T.	Analyze upcoming tasks and deadlines and emails STB team re same (.9)	0.90	\$1,183.50
7/7/2016	Massel, Morris	Revising task list (.2); Reviewed revised orders (.3).	0.50	\$515.00
7/7/2016	Moonan, Randy	Draft confidential communication motion/notice of motion.	1.60	\$1,128.00
7/7/2016	Kovoor, Thomas G.	Create new case repository (sharpepoint) re: comms w/S.Crosskey	1.00	\$360.00
7/8/2016	Russell Jr, William T.	Review and revise motion re confidentiality issues and emails STB team re same (.9)	0.90	\$1,183.50
7/9/2016	Russell Jr, William T.	Emails STB team re strategy issues (.3)	0.30	\$394.50
7/9/2016	Moonan, Randy	Revise confidential communication motion and proposed order; email to W. Russell re same.	1.20	\$846.00
7/10/2016	Russell Jr, William T.	T/cs, emails committee member counsel re strategic issues (.4)	0.40	\$526.00
7/11/2016	Russell Jr, William T.	Committee meeting, prep for same and confs, emails STB team re same (1.4)	1.40	\$1,841.00
7/11/2016	Massel, Morris	Committee Mtg.	1.00	\$1,030.00
7/11/2016	Baker, Nicholas	weekly committee telephonic update re sale process, update on hearing and committee guidelines	1.10	\$1,094.50

Date	Name	Description	Hours	Amount
7/11/2016	Wielgus, Gedaliah	negotiated nda with ropes & gray and discussed revised draft with associate	0.50	\$242.50
7/12/2016	Russell Jr, William T.	Review revised motion re confidential information and emails Massel, Moonan re same (.8)	0.80	\$1,052.00
7/12/2016	Russell Jr, William T.	Review revised first day orders and emails debtors, STB team re same (.8)	0.80	\$1,052.00
7/12/2016	Russell Jr, William T.	Review revised draft NDA and emails debtors, STB team re same (.7)	0.70	\$920.50
7/12/2016	Massel, Morris	Reviewing transcripts.	0.70	\$721.00
7/12/2016	Wielgus, Gedaliah	discussed nda with ropes & gray and sent revised draft	0.20	\$97.00
7/13/2016	Russell Jr, William T.	T/cs, emails STB team re various strategic and case development issues (1.2)	1.20	\$1,578.00
7/13/2016	Russell Jr, William T.	Emails Deloitte, STB team re NDA issues (.6)	0.60	\$789.00
7/13/2016	Massel, Morris	Corresp re: NDA issues.	0.30	\$309.00
7/13/2016	Wielgus, Gedaliah	discussed nda with ropes & gray	0.20	\$97.00
7/14/2016	Russell Jr, William T.	Emails debtors re requests for information (.5)	0.50	\$657.50
7/14/2016	Russell Jr, William T.	Review agenda for committee meeting and emails re same (.4)	0.40	\$526.00
7/14/2016	Russell Jr, William T.	Emails, t/cs STB team re other strategic issues (.9)	0.90	\$1,183.50
7/15/2016	Russell Jr, William T.	Committee meeting, prep for same and emails, confs, STB team re same (2.1)	2.10	\$2,761.50
7/15/2016	Massel, Morris	Committee Standing call (1.0); Call w/ Ropes re: NDA (.4); Follow-up corresp re: same (.2).	1.60	\$1,648.00
7/15/2016	Wielgus, Gedaliah	negotiated nda with counterparty	0.30	\$145.50
7/17/2016	Russell Jr, William T.	Review draft agenda for committee meeting and emails STB team re same (.2)	0.20	\$263.00
7/17/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 7/18 committee call	0.40	\$194.00
7/18/2016	Qusba, Sandy	Meeting with W. Russell, M. Massel, N. Baker, J. Baldwin and J. Heald regarding work streams and next steps;	0.30	\$394.50
7/18/2016	Russell Jr, William T.	T/cs, emails debtors, STB team re schedules and other admin issues (.5)	0.50	\$657.50
7/18/2016	Baldwin, Jeffrey E.	O/c w/ B. Russell, M. Massel, et al. re: case strategy and tasks.	0.30	\$298.50
7/18/2016	Heald, Julia E.	; update case calendar (.1)	0.10	\$48.50

Date	Name	Description	Hours	Amount
7/19/2016	Russell Jr, William T.	Review revise NDAs and t/cs, emails Debtors, STB team re same (.6)	0.60	\$789.00
7/19/2016	Massel, Morris	Corresp. re: NDA & commenting on same.	0.70	\$721.00
7/19/2016	Baker, Nicholas	t/c w/ M. Massel re NDA rights and requirement to sign NDA per Ropes request for financing documents	0.20	\$199.00
7/19/2016	Baker, Nicholas	review of revised NDA and comments to same	0.30	\$298.50
7/19/2016	Wielgus, Gedaliah	marked up nda and sent for review	0.40	\$194.00
7/20/2016	Qusba, Sandy	Outline strategy of next steps; meeting with B. Russell, M. Massel, N. Baker and J. Baldwin regarding open issues.	1.50	\$1,972.50
7/20/2016	Russell Jr, William T.	Revise NDA and emails STB team, debtors re same (.8)	0.80	\$1,052.00
7/20/2016	Russell Jr, William T.	Mtg w/ STB team re various strategy issues (.8)	0.80	\$1,052.00
7/20/2016	Russell Jr, William T.	Analyze potential indemnity issues and emails STB team re same (.8)	0.80	\$1,052.00
7/20/2016	Massel, Morris	Call w/ Ropes re: NDA & prep for call.	0.50	\$515.00
7/20/2016	Baker, Nicholas	review of latest dataroom uploads	0.10	\$99.50
7/20/2016	Baldwin, Jeffrey E.	Call w/ J. Heald re: research projects.	0.20	\$199.00
7/20/2016	Baldwin, Jeffrey E.	Attend strategy meeting w/ W. Russel, S. Qusba et al.	1.00	\$995.00
7/20/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for Committee call	0.10	\$48.50
7/20/2016	Wielgus, Gedaliah	participated in call with rope regarding nda	0.30	\$145.50
7/21/2016	Qusba, Sandy	Meeting and correspondence with B. Russell, M. Massel, N. Baker and J. Baldwin regarding strategy.	0.90	\$1,183.50
7/21/2016	Russell Jr, William T.	Revise agenda for committee call and emails STB team re same (.3)	0.30	\$394.50
7/21/2016	Russell Jr, William T.	Review debtors' schedules and email committee re same (1.2)	1.20	\$1,578.00
7/21/2016	Russell Jr, William T.	Develop strategy with STB team (1.3)	1.30	\$1,709.50
7/21/2016	Baldwin, Jeffrey E.	Attend strategy meeting w/ W. Russel, M. Massel, S. Qusba et al.	1.10	\$1,094.50
7/21/2016	Heald, Julia E.	Review docket and update calendar, draft comittee call agenda (.3); send schedules and statements to Deloitte (.2)	0.50	\$242.50
7/22/2016	Massel, Morris	Committee Call.	1.50	\$1,545.00
7/22/2016	Massel, Morris	Corresp. re: NDA.	0.10	\$103.00

Date	Name	Description	Hours	Amount
7/22/2016	Baldwin, Jeffrey E.	Review results of legal research projects.	0.30	\$298.50
7/25/2016	Russell Jr, William T.	Revise NDA and t/cs, confs debtors, STB team re same (.9)	0.90	\$1,183.50
7/25/2016	Massel, Morris	Ropes call re: NDA (.4);	0.40	\$412.00
7/25/2016	Baker, Nicholas	review of NDA	0.50	\$497.50
7/25/2016	Heald, Julia E.	Update case calendar	0.30	\$145.50
7/25/2016	Wielgus, Gedaliah	participated in call with ropes regarding nda and sent revised draft	0.60	\$291.00
7/26/2016	Kovoor, Thomas G.	Case repository (sharepoint) modifications & comms re: S.Crosskey	1.00	\$360.00
7/28/2016	Russell Jr, William T.	Emails debtors, Deloitte, STB team re information requests (.6)	0.60	\$789.00
7/28/2016	Russell Jr, William T.	Review proposed agenda for committee meeting and emails re same (.1)	0.10	\$131.50
7/28/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$97.00
7/28/2016	Myers, Jonathan R.	Attended 341 meeting.	0.30	\$145.50
7/28/2016	Myers, Jonathan R.	Emailed STB team will update on 341 meetinth	0.30	\$145.50
7/29/2016	Russell Jr, William T.	Committee meeting and prep for same (1.5)	1.50	\$1,972.50
7/29/2016	Massel, Morris	Tc w/ K. Alexander re: DNA (.2); TC & corresp. w/ Deloitte re: NDA	0.90	\$927.00
7/29/2016	Wielgus, Gedaliah	discussed nda with deloitte, revised draft and sent to ropes & gray	0.80	\$388.00
7/31/2016	Heald, Julia E.	Review docket and update case calendar (.4); draft agenda for standing committee call (.2)	0.60	\$291.00
8/1/2016	Russell Jr, William T.	Review Denton petition and emails STB team, Committee re issues raised by Denton bankruptcy (.5)	0.50	\$657.50
8/1/2016	Russell Jr, William T.	Emails Debtors, STB team, Deloitte re information requests (.4)	0.40	\$526.00
8/1/2016	Massel, Morris	Calls w/ Deloitte & Ropes re: NDA & related corresp. (.9); Client corresp. re: Detton filing (.3); Attn to case corresp. (.3).	1.50	\$1,545.00
8/2/2016	Russell Jr, William T.	Emails debtors, Deloitte, STB team re information requests (.5)	0.50	\$657.50
8/2/2016	Russell Jr, William T.	Review revised NDA (.2)	0.20	\$263.00
8/4/2016	Russell Jr, William T.	Review revised NDA and emails Deloitte, STB team res same (.4)	0.40	\$526.00
8/4/2016	Russell Jr, William T.	Review recent filings re various issues (.7)	0.70	\$920.50

Date	Name	Description	Hours	Amount
8/4/2016	Massel, Morris	Revising info motion.	0.50	\$515.00
8/4/2016	Massel, Morris	Corresp. & tcs re: NDA.	0.40	\$412.00
8/4/2016	Myers, Jonathan R.	Drafted summary of confidentiality motion for committee members.	0.20	\$97.00
8/4/2016	Myers, Jonathan R.	Checked docket for updates to case calendar.	0.40	\$194.00
8/5/2016	Russell Jr, William T.	Review revised NDAs and emails Deloitte, debtors, STB team re same (.6)	0.60	\$789.00
8/5/2016	Massel, Morris	Calls re: NDA & related corresp (1.3);	1.30	\$1,339.00
8/8/2016	Russell Jr, William T.	T/c debtors re various issues (1.0)	1.00	\$1,315.00
8/8/2016	Russell Jr, William T.	T/cs, emails committee re various issues (.8)	0.80	\$1,052.00
8/8/2016	Massel, Morris	Reviewing confidentiality motion (.3); Update call w/ Ropes (1.0); Committee call (1.0).	2.30	\$2,369.00
8/8/2016	Myers, Jonathan R.	Finalized and filed confidentiality motion.	1.00	\$485.00
8/9/2016	Russell Jr, William T.	Omnibus hearing and prep for same (2.1)	2.10	\$2,761.50
8/9/2016	Russell Jr, William T.	Review and revise proposed orders and emails debtors, STB team re same (.8)	0.80	\$1,052.00
8/9/2016	Baker, Nicholas	Review of confidential information motion	0.20	\$199.00
8/9/2016	Moonan, Randy	Review confidential communication; Confer w/ J. Myers re filing procedures.	0.80	\$564.00
8/9/2016	Myers, Jonathan R.	Checked docket and emailed STB team re: update for Omnibus hearing.	0.50	\$242.50
8/10/2016	Russell Jr, William T.	Review and revise proposal orders and emails debtors, STB team re same (.8)	0.80	\$1,052.00
8/10/2016	Russell Jr, William T.	T/cs debtors, UST, committee re various issues (.9)	0.90	\$1,183.50
8/11/2016	Russell Jr, William T.	T/cs, emails committee, STB team re issues and address of committee meeting (.8)	0.80	\$1,052.00
8/11/2016	Russell Jr, William T.	Review amended schedules and emails committee re same (.4)	0.40	\$526.00
8/11/2016	Myers, Jonathan R.	Updated case calendar and emailed draft agenda to STB team.	0.60	\$291.00
8/12/2016	Russell Jr, William T.	Committee meeting/call (.4)	0.40	\$526.00
8/12/2016	Russell Jr, William T.	T/c debtors re various issues (.5)	0.50	\$657.50
8/12/2016	Myers, Jonathan R.	Sent agenda to committee; updated case calendar; emailed Deloitte regarding location of auction.	0.80	\$388.00

Date	Name	Description	Hours	Amount
8/14/2016	Myers, Jonathan R.	Reviewed recent filings, drafted agenda for committee call, and emailed STB team.	0.90	\$436.50
8/15/2016	Russell Jr, William T.	T/cs, committee members, counsel re NDA issues, sale issues, retention issues and other issues (1.9)	1.90	\$2,498.50
8/15/2016	Myers, Jonathan R.	Emails and calls re: committee managment issues	0.40	\$194.00
8/15/2016	Myers, Jonathan R.	Updated case calendar.	0.10	\$48.50
8/15/2016	Myers, Jonathan R.	Reviewed team emails.	0.50	\$242.50
8/16/2016	Russell Jr, William T.	Emails debtors, STB team re next steps (.4)	0.40	\$526.00
8/16/2016	Massel, Morris	Corresp. re: NDA.	0.20	\$206.00
8/16/2016	Myers, Jonathan R.	Updated case calendar.	0.10	\$48.50
8/17/2016	Russell Jr, William T.	Emails, conf. STB re strategy issues.	0.60	\$789.00
8/17/2016	Russell Jr, William T.	T/Cs committee members re: various issues.	1.30	\$1,709.50
8/18/2016	Russell Jr, William T.	Emails, t/cs, confs committee re various issues (1.8)	1.80	\$2,367.00
8/18/2016	Massel, Morris	Revising agenda.	0.10	\$103.00
8/18/2016	Heald, Julia E.	Update internal case calendar and draft committee call agenda	0.30	\$145.50
8/19/2016	Avila, Jennifer	Review docket and manage electronic case files as per S. Crosskey	2.00	\$620.00
8/20/2016	Russell Jr, William T.	Review Denton non-compete and motion to approve and emails Committee re same (.3)	0.30	\$394.50
8/21/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 8/22 call w/ Committee, Deloitte	0.30	\$145.50
8/22/2016	Russell Jr, William T.	Committee meeting/call and follow up w/ clients and STB team (1.2)	1.20	\$1,578.00
8/22/2016	Russell Jr, William T.	Review papers from Denton case (.3)	0.30	\$394.50
8/22/2016	Baker, Nicholas	Drafting Notice of Appearance in Denton Chapter 11 Case	0.30	\$298.50
8/22/2016	Baker, Nicholas	review of Denton docket and schedules of assets/liabilities	0.90	\$895.50
8/22/2016	Heald, Julia E.	Prep. and arrange filing of Notice of Appearance for In re Denton	0.40	\$194.00
8/22/2016	Myers, Jonathan R.	called chambers re hearing	0.10	\$48.50
8/23/2016	Russell Jr, William T.	T/c committee member re strategic issues (.3)	0.30	\$394.50
8/24/2016	Russell Jr, William T.	Review papers from Denton case and t/cs, emails committee, STB team re same (.8)	0.80	\$1,052.00
8/24/2016	Massel, Morris	D&O Non-compete.	0.50	\$515.00
8/24/2016	Massel, Morris	Analyzing I/C issues.	0.20	\$206.00

Date	Name	Description	Hours	Amount
8/24/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 8/26 Committee call	0.20	\$97.00
8/25/2016	Baldwin, Jeffrey E.	Attend N. Denton 341 hearing (1.50); prep for same (.50); and draft summary of same (.30).	2.30	\$2,288.50
8/28/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 8/29 committee call	0.20	\$97.00
9/1/2016	Baker, Nicholas	EM to S. Qusba, M Massel and W. Russel re Deloitte NDA	0.40	\$398.00
9/2/2016	Baker, Nicholas	review of NDAs and EM to Deloitte re NDA query	0.30	\$298.50
9/6/2016	Heald, Julia E.	Review docket and update case calendar	0.10	\$58.50
9/12/2016	Qusba, Sandy	Review Committee's motion to limit sharing of confidential and privileged information with unsecureds; t/c with G. Zipes regarding Committee's motion regarding sharing of info with unsecureds.	0.70	\$920.50
9/12/2016	Heald, Julia E.	Prep. proposed order re: confidential information.	0.40	\$234.00
9/16/2016	Heald, Julia E.	Review docket and update case calendar	0.50	\$292.50
9/20/2016	Massel, Morris	Analyzing strategy & exclusivity & bar date motions.	1.00	\$1,030.00
9/21/2016	Massel, Morris	Call w/ Ropes & follow-up.	0.70	\$721.00
9/21/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
10/1/2016	Russell Jr, William T.	Review debtors' contracts and e-mails Qusba re same (.4).	0.40	\$526.00
10/2/2016	Russell Jr, William T.	Review draft contract re website support for debtors and e-mails Qusba re same (.3).	0.30	\$394.50
10/3/2016	Heald, Julia E.	Review docket and update case calendar (.2); prep. filings for service (.2)	0.40	\$234.00
10/4/2016	Russell Jr, William T.	Emails debtors, STB team, committee re pending motions and related issues (.7)	0.70	\$920.50
10/4/2016	Heald, Julia E.	Coordinate committee call time change	0.30	\$175.50
10/5/2016	Russell Jr, William T.	Prep for 10/6 hearing (.7)	0.70	\$920.50
10/6/2016	Russell Jr, William T.	Hearing and status conference and emails, confs, t/cs, debtors, Deloitte, committee, STB team re same (3.0)	3.00	\$3,945.00

Date	Name	Description	Hours	Amount
10/6/2016	Heald, Julia E.	Review docket and update case calendar; prep. agenda for 10/7 call	0.40	\$234.00
10/11/2016	Russell Jr, William T.	Review Rule 2004 motion and emails STB team re same (.6)	0.60	\$789.00
10/11/2016	Heald, Julia E.	Review docket and update case calendar	0.50	\$292.50
10/12/2016	Baker, Nicholas	EM w/ Deloitte and Ropes & Gray re NDA for Deloitte Hungary	0.20	\$199.00
10/12/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
10/13/2016	Baker, Nicholas	further EM to Deloitte re NDA issues	0.10	\$99.50
10/13/2016	Heald, Julia E.	Review case calendar and update docket, draft agenda for 10/14 committee call	0.40	\$234.00
10/14/2016	Heald, Julia E.	Compile Deloitte Hungary NDA	0.30	\$175.50
10/17/2016	Heald, Julia E.	Compile and distribute Deloitte Hungary NDA	0.10	\$58.50
10/19/2016	Massel, Morris	Oc w/ S. Qusba re: status.	0.20	\$206.00
10/20/2016	Heald, Julia E.	Review docket and update case calendar, draft agenda for 10/21 committee call	0.50	\$292.50
10/24/2016	Heald, Julia E.	Review docket and update case calendar	0.50	\$292.50
10/27/2016	Heald, Julia E.	Review docket; draft agenda for 10/28 Committee call	0.30	\$175.50
10/28/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
10/31/2016	Heald, Julia E.	Update case calendar	0.30	\$175.50
11/1/2016	Heald, Julia E.	Review docket and update case calendar	0.40	\$234.00
11/3/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
11/8/2016	Heald, Julia E.	Review docket and update case calendar	0.30	\$175.50
11/9/2016	Massel, Morris	Attn to case management detail & calendar.	0.20	\$206.00
11/10/2016	Heald, Julia E.	Review docket, update case calendar	0.30	\$175.50
11/14/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
11/15/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
11/17/2016	Heald, Julia E.	Review docket and update case calendar	0.40	\$234.00
11/18/2016	Heald, Julia E.	Review docket and update case calendar	0.10	\$58.50
11/18/2016	Endean, Jonathan E.	Rev. proofs of claims and claims objections	2.00	\$970.00

Date	Name	Description	Hours	Amount
11/21/2016	Heald, Julia E.	Review docket and update case calendar	0.40	\$234.00
11/22/2016	Heald, Julia E.	Update case calendar	0.30	\$175.50
11/22/2016	Endean, Jonathan E.	T/cs w/ J. Myers & J. Heald re: hearing date	0.10	\$48.50
11/28/2016	Heald, Julia E.	Update case calendar, coordinate call schedule	0.40	\$234.00
11/28/2016	Endean, Jonathan E.	Prepared binder of documents for 12/1 hearing	2.80	\$1,358.00
11/29/2016	Endean, Jonathan E.	Prepared binder of documents for 12/1 hearing	3.10	\$1,503.50
11/30/2016	Heald, Julia E.	Review docket and update case calendar, coordinate committee call	0.80	\$468.00
11/30/2016	Endean, Jonathan E.	Rev. filings and prep. binders for 12/1 hrg	0.50	\$242.50
12/1/2016	Heald, Julia E.	Draft agenda for committee call; voting instructions/reminder	0.60	\$351.00
12/6/2016	Heald, Julia E.	Review docket and update case calendar	0.30	\$175.50
12/7/2016	Massel, Morris	Attn to case mngmt.	0.50	\$515.00
12/7/2016	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
12/7/2016	Endean, Jonathan E.	T/c re: confirmation hearing w/ M. Massel	0.10	\$48.50
12/8/2016	Massel, Morris	Attn to case mngmt.	0.40	\$412.00
12/9/2016	Heald, Julia E.	Update case calendar	0.10	\$58.50
12/19/2016	Heald, Julia E.	Review docket and update case calendar	0.30	\$175.50
12/20/2016	Heald, Julia E.	Review docket and update case calendar	0.30	\$175.50
12/28/2016	Myers, Jonathan R.	updated case calendar	0.70	\$409.50
1/3/2017	Heald, Julia E.	Review docket and update case calendar	0.40	\$234.00
1/6/2017	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
1/10/2017	Endean, Jonathan E.	Corres. w/ Debtors re: Effective Date	0.10	\$48.50
1/12/2017	Endean, Jonathan E.	Updated Deloitte on Effective Date	0.10	\$48.50
1/17/2017	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
1/18/2017	Heald, Julia E.	Review docket and update case calendar	0.20	\$117.00
1/23/2017	Heald, Julia E.	Review docket and update case calendar	0.10	\$58.50
1/24/2017	Heald, Julia E.	Review docket, update case calendar	0.10	\$58.50
1/24/2017	Endean, Jonathan E.	Rev. docket and corr. w/ Deloitte.	0.20	\$97.00

Date	Name	Description	Hours	Amount
2/10/2017	Heald, Julia E.	Review docket and update case calendar	0.30	\$184.50
2/11/2017	Endean, Jonathan E.	Corres. re: Shiva Ayyadurai expenses	0.30	\$153.00
2/13/2017	Endean, Jonathan E.	Corres. re: Shiva Ayyadurai reimbursement	0.30	\$153.00
2/14/2017	Endean, Jonathan E.	Emailed Ropes re: Effective Date	0.20	\$102.00
2/16/2017	Endean, Jonathan E.	Corres. w/ D. Tabak re: Effective Date	0.30	\$153.00
2/17/2017	Endean, Jonathan E.	Rev. corres w/ Cmty re: Effective Date	0.10	\$51.00
2/23/2017	Endean, Jonathan E.	Corres. w/ Shiva & assistant re: W-9	0.20	\$102.00
2/28/2017	Heald, Julia E.	Review docket and update case calendar	0.10	\$61.50
3/1/2017	Endean, Jonathan E.	Follow up re: W-9 for S. Ayyadurai	0.10	\$51.00
3/2/2017	Endean, Jonathan E.	Corres. w/ Debtors re: Ayyadurai's W-9	0.10	\$51.00
3/3/2017	Heald, Julia E.	Review docket, update case calendar	0.10	\$61.50
3/15/2017	Endean, Jonathan E.	Followed up with Debtors re: plan effective date & payment for S. Ayyadurai	0.10	\$51.00
3/16/2017	Heald, Julia E.	Review docket and update case calendar	0.10	\$61.50
3/17/2017	Endean, Jonathan E.	Corresp. w/ committee re: effective date	0.10	\$51.00
Totals:			199.60	\$187,375.25

Timekeeper Category: 002724-0007 – Claims Administration and Objections

Date	Name	Description	Hours	Amount
7/18/2016	Qusba, Sandy	t/c with B. Russell, G. Galardi and K. Alexander regarding disputed claims and preliminary injunctions.	0.40	\$526.00
7/18/2016	Russell Jr, William T.	Review proposed bar date order and confs STB team re same (.4)	0.40	\$526.00
7/18/2016	Massel, Morris	Reviewing bar date motion & related corresp.	0.60	\$618.00
7/22/2016	Massel, Morris	Reviewing schedules.	0.30	\$309.00
8/5/2016	Myers, Jonathan R.	Prepared chart of claims issues	1.30	\$630.50
8/10/2016	Baker, Nicholas	review of revised bar date notices and EM to W. Russel re same	0.40	\$398.00
8/16/2016	Myers, Jonathan R.	Updated claims objection chart.	0.70	\$339.50
9/20/2016	Russell Jr, William T.	Review draft admin bar date order and emails STB team re same (.3)	0.30	\$394.50
9/27/2016	Russell Jr, William T.	Review draft protective inter-debtor proofs of claim and emails STB team re same (.4)	0.40	\$526.00

Date	Name	Description	Hours	Amount
9/29/2016	Russell Jr, William T.	Review filings re proofs of claim and emails STB team re same (.4)	0.40	\$526.00
9/29/2016	Russell Jr, William T.	T/c counsel to creditor w/ sealed claim (.2)	0.20	\$263.00
10/4/2016	Baker, Nicholas	EM to W. Russell re purchase price adjustment admin claims by Uni	0.20	\$199.00
10/5/2016	Massel, Morris	Reviewing claims register.	1.00	\$1,030.00
10/7/2016	Heald, Julia E.	Rsch. re status of various proofs of claims	0.80	\$468.00
10/8/2016	Heald, Julia E.	Rsch. re status of various proofs of claim	0.30	\$175.50
10/20/2016	Russell Jr, William T.	Chambers conference re sealing motions and confs debtor, creditors re same (.7)	0.70	\$920.50
10/22/2016	Qusba, Sandy	Review objection to S. Ayyadurai's claims (.7).	0.70	\$920.50
10/23/2016	Qusba, Sandy	Review and comment on draft Stipulation between Debtors and Debtor (.4); correspondence with J. Endean and M. Massel re same (.2).	0.60	\$789.00
10/23/2016	Russell Jr, William T.	Review draft stip re Denton dischargability (.3)	0.30	\$394.50
10/23/2016	Russell Jr, William T.	Review claims objection (.4)	0.40	\$526.00
10/24/2016	Russell Jr, William T.	Review sealed proof of claim (.2)	0.20	\$263.00
10/24/2016	Russell Jr, William T.	Review nondischargeability complaint (.4)	0.40	\$526.00
10/24/2016	Russell Jr, William T.	Review proposed order and draft confi agreement re sealed proof of claim and emails Ropes, STB team re same (.7)	0.70	\$920.50
10/25/2016	Russell Jr, William T.	Emails STB team re proof of claim issues (.7)	0.70	\$920.50
10/30/2016	Qusba, Sandy	Begin review of draft objections (1.4).	1.40	\$1,841.00
10/30/2016	Russell Jr, William T.	Review draft claims objections and emails debtors, STB team re same.	0.60	\$789.00
10/31/2016	Russell Jr, William T.	Review draft claims objections.	0.70	\$920.50
10/31/2016	Massel, Morris	Reviewing claims objections.	1.00	\$1,030.00
11/1/2016	Russell Jr, William T.	Review claims objections (.5)	0.50	\$657.50
11/4/2016	Qusba, Sandy	Review various claims objections filed by Debtors; case law research and develop chart regarding same.	3.60	\$4,734.00
11/9/2016	Russell Jr, William T.	Emails STB team re claims objection issues.	0.30	\$394.50
11/9/2016	Russell Jr, William T.	Telephone call with debtor, creditor re claims settlements.	0.40	\$526.00
11/14/2016	Russell Jr, William T.	Review responses to claims objections (.7)	0.70	\$920.50
11/16/2016	Russell Jr, William T.	Review proof of claim objection responses (.8)	0.80	\$1,052.00

Date	Name	Description	Hours	Amount
11/16/2016	Massel, Morris	Reviewing & analyzing claims motions & preparing relevant summary & comments.	0.70	\$721.00
11/16/2016	Massel, Morris	Preparing summary/corresp. re: estimation issues & related research.	0.80	\$824.00
11/16/2016	Massel, Morris	Internal mtg. re: claims issues (.5); Research re: committee claims issues (.7).	1.30	\$1,339.00
11/16/2016	Endean, Jonathan E.	Rev. dkt. for claims and claim objections	0.90	\$436.50
11/17/2016	Qusba, Sandy	Review late responses to claims objections; review case law regarding same; meeting with M. Massel regarding same; review M. Massel's issues with estimation procedures.	3.60	\$4,734.00
11/17/2016	Massel, Morris	Reviewing claims process (.5); Tcs w/ B. Russell & G. Galardi re: same (.5); Reviewing objections & related internal tcs (1.2).	2.20	\$2,266.00
11/18/2016	Endean, Jonathan E.	Reviewed Dkt. 461 re: J. Bernstein's order re: application to shorten	0.20	\$97.00
11/21/2016	Russell Jr, William T.	Review correspondence re proof of claim issues.	0.30	\$394.50
11/21/2016	Endean, Jonathan E.	Rev. proofs of claims and objections	2.60	\$1,261.00
11/22/2016	Russell Jr, William T.	Review correspondence w/ claimants (.4)	0.40	\$526.00
11/22/2016	Russell Jr, William T.	Review revised estimation procedures order and emails STB team re same (.4)	0.40	\$526.00
11/22/2016	Russell Jr, William T.	Revise chart of claims objections for committee and emails STB team re same (.8)	0.80	\$1,052.00
11/22/2016	Massel, Morris	Reviewing and revising claims estimation order and related corresp.	0.40	\$412.00
11/22/2016	Endean, Jonathan E.	Summarized claims objections and sent to cmt.	1.00	\$485.00
11/28/2016	Massel, Morris	Corresp. re: claims & prep for hearing on claims.	0.20	\$206.00
11/29/2016	Russell Jr, William T.	Review and revise draft settlement agreement w/ claimant and emails STB team, debtors re same (.7); review debtors lift stay opposition and Claims objection papers (1.3).	2.00	\$2,630.00
11/29/2016	Massel, Morris	Reviewing settlements.	0.20	\$206.00
11/30/2016	Qusba, Sandy	Review pleadings for 12/1 claims objection hearing regarding Huan, Williams, Johnson and XP; t/c with R. Martin, B. Russell and M. Massel regarding same.	4.80	\$6,312.00
11/30/2016	Russell Jr, William T.	Review agenda and prep for 12/1 hearing (.4)	0.40	\$526.00

Date	Name	Description	Hours	Amount
11/30/2016	Russell Jr, William T.	Review settlement approval motion and emails STB team re same (.8)	0.80	\$1,052.00
11/30/2016	Russell Jr, William T.	Review claims objections replies and objection (.9)	0.90	\$1,183.50
11/30/2016	Russell Jr, William T.	T/c debtors re claims issues; conf Qusba, Massel re same (.9)	0.90	\$1,183.50
11/30/2016	Massel, Morris	Reviewing claims objections, summary & related issues (1.5); Call w/ Ropes re: claims (1.2).	2.70	\$2,781.00
12/1/2016	Russell Jr, William T.	Hearing, confs re same and prep for same (3.0)	3.00	\$3,945.00
12/1/2016	Massel, Morris	Oc w/ S. Qusba re: claims.	0.30	\$309.00
12/9/2016	Massel, Morris	Call with Ropes.	0.30	\$309.00
12/20/2016	Moonan, Randy	Review XP Vehicles objections.	0.70	\$542.50
2/22/2017	Russell Jr, William T.	Review claims objection (.6) review 2/14 hearing transcript (.6)	1.20	\$1,650.00
Total:			56.40	\$63,884.00

Timekeeper Category: 002724-0008 – Corporate Governance and Board Matters

Date	Name	Description	Hours	Amount
9/6/2016	Baker, Nicholas	review of operating agreements and resolutions re corporation governance structure	1.10	\$1,094.50
9/7/2016	Baker, Nicholas	review of 3rd amended operating agreement and t/c w/ S. Qusba re same	0.10	\$99.50
9/22/2016	Russell Jr, William T.	T/c debtors; emails STB team re debtor governance issues (.4)	0.40	\$526.00
Total:			1.60	\$1,720.00

Timekeeper Category: 002724-0009 – Employee Benefits and Pensions

Date	Name	Description	Hours	Amount
6/29/2016	Russell Jr, William T.	review employee wage motions and emails STB team re same (.8)	0.80	\$1,052.00
6/30/2016	Russell Jr, William T.	analyze salaries motion and emails, t/cs, confs STB team, emails debtors re same (2.1)	2.10	\$2,761.50
6/30/2016	Russell Jr, William T.	draft potential discovery requests re salary and severance issues and emails STB team re same (1.2)	1.20	\$1,578.00
6/30/2016	Russell Jr, William T.	t/cs, emails debtors, STB team re wage motion issues (.8)	0.80	\$1,052.00
6/30/2016	Massel, Morris	(Gawker) - EMPLOYEES: OC w/ W. Russell & S. Qusba re: Severance Issues (.6); Research re: same (1.8); Drafting	5.10	\$5,253.00

Date	Name	Description	Hours	Amount
		corresp. re: same to Debtor Counsel (.2); Tc w/ Debtor Counsel re: same (.2); Drafting outline re: severance issues (2.5).		
6/30/2016	Baldwin, Jeffrey E.	Draft/revise objection re: severance (3.60); review case law and code provisions on postpetition severance (1.90); calls w/ W. Russell re: severance objection (.30); review/revise draft request for production re: severance (.30); review/revise draft 30(b)(6) deposition notice re: severance (.30).	6.40	\$6,368.00
6/30/2016	Moonan, Randy	Draft confidential information motion (2.5); Draft document request (1.80); Draft deposition notice (1.0); Review employee wages motions (2.5)	7.80	\$5,499.00
6/30/2016	Myers, Jonathan R.	Researched law on severance; emailed findings to W. Russell and M. Massel.	1.70	\$824.50
7/1/2016	Russell Jr, William T.	Review material from debtors re wage motion and emails STB team, debtors re same (.6)	0.60	\$789.00
7/1/2016	Russell Jr, William T.	emails, t/cs debtors, STB team re wage motion issues (2.1)	2.10	\$2,761.50
7/1/2016	Massel, Morris	EMPLOYEES: analyzing & corresp. internally on severance & incentive issues (1.5); T/c w/ Debtor Counsel re: same (.2); Corresp. w/ J. Doyle re: same (.2); Corresp. w/ Debtor Counsel re: same (.3)	2.20	\$2,266.00
7/1/2016	Baldwin, Jeffrey E.	Review/revise draft objection re: severance (1.10); emails w/ W. Russell re: draft objection (.20).	1.30	\$1,293.50
7/1/2016	Moonan, Randy	Rsrch re severance agreements.	4.30	\$3,031.50
7/1/2016	Myers, Jonathan R.	Research regarding Gawker's wage motion:	4.50	\$2,182.50
7/2/2016	Qusba, Sandy	Review and comment on draft objection; correspondence (numerous) with B. Russell regarding open issues, including severance for Pres, Coo and CTO, rank and file, etc.; review Deloitte analysis.	1.50	\$1,972.50
7/2/2016	Russell Jr, William T.	T/cs, emails debtors, Deloitte, STB team re wage and severance issues (2.1)	2.10	\$2,761.50
7/3/2016	Qusba, Sandy	T/c with M. Massel and B. Russell regarding negotiations with Debtors; review Deloitte material regarding severance.	0.70	\$920.50
7/3/2016	Russell Jr, William T.	T/cs, emails debtors, Deloitte, STB team re wage and severance issues (1.8)	1.80	\$2,367.00
7/3/2016	Massel, Morris	Corresp. & reviewing docs re: severance issues.	1.30	\$1,339.00

Date	Name	Description	Hours	Amount
7/3/2016	Baldwin, Jeffrey E.	Revise draft objection re: severance (.40); email Deloitte re: draft objection (.10); email court reporter re: 30(b)(6) deposition (.10).	0.60	\$597.00
7/4/2016	Qusba, Sandy	T/c with M. Massel regarding potential objection, case law and resolutions; t/c with J. Doyle, S. Gisby, M. Massel, B. Russell, N. Baker and J. Baldwin regarding status of wages, motion potential resolution of open issues and economic impact; review and comment on proposals between G. Galardi and B. Russell.	1.60	\$2,104.00
7/4/2016	Russell Jr, William T.	analyze info re potential severance payments and t/cs, emails debtors, STB team Deloitte re severance issues (2.4)	2.40	\$3,156.00
7/4/2016	Massel, Morris	Tcs w/ S. Qusba, W. Russell & Deloitte re: severance issues (1.0); Related internal corresp. re: same (.3).	1.50	\$1,545.00
7/4/2016	Baker, Nicholas	t/c w/ STB re open issues on employee wage motion	0.40	\$398.00
7/4/2016	Baker, Nicholas	review of W. Russell EM re resolution of objection on wage motion	0.30	\$298.50
7/4/2016	Baldwin, Jeffrey E.	Attend call with counsel and financial advisors re: employee severance (.40); emails w/ court reporter re: 30(b)(6) deposition (.10).	0.50	\$497.50
7/5/2016	Russell Jr, William T.	Emails debtors re severance motion and proposed order (.5)	0.50	\$657.50
7/6/2016	Qusba, Sandy	Review revised order and correspondence with B. Russell regarding same.	0.70	\$920.50
7/6/2016	Russell Jr, William T.	Review revised wages order and emails Debtors, STB team re same (.9)	0.90	\$1,183.50
7/6/2016	Massel, Morris	Reviewing revised order to related corresp.	0.40	\$412.00
7/6/2016	Heald, Julia E.	Prep. binders for July 7 hearing; corresp. w/ S. Crosskey, N. Baker, R. Moonan re: same	0.70	\$339.50
7/7/2016	Russell Jr, William T.	Review revised wages order and emails debtors re same (.3)	0.30	\$394.50
7/7/2016	Massel, Morris	Reviewing revised order.	0.20	\$206.00
7/7/2016	Heald, Julia E.	Prep. binders for July 7 hearing.	0.40	\$194.00
7/12/2016	Russell Jr, William T.	Emails debtors, STB team re severance payment issues (.6)	0.60	\$789.00
7/13/2016	Heald, Julia E.	Review docket & update case calendar re: hearing on wages motion	0.20	\$97.00
7/14/2016	Russell Jr, William T.	T/cs, emails debtors, STB team re severance issues (.6)	0.60	\$789.00

Date	Name	Description	Hours	Amount
7/15/2016	Russell Jr, William T.	T/c Debtors, emails, confs STB team, Deloitte re severance issues (.6)	0.60	\$789.00
7/18/2016	Baker, Nicholas	review of dataroom for D&O policies and EM to J. Baldwin re findings	0.10	\$99.50
7/19/2016	Russell Jr, William T.	Review Deloitte analysis of severance issues and t/cs Deloitte, debtors re severance issues (.8)	0.80	\$1,052.00
7/20/2016	Qusba, Sandy	T/c with K. Alexander and G. Galardi regarding potential termination of three employees; correspondence with STB team regarding same.	0.50	\$657.50
7/20/2016	Russell Jr, William T.	T/cs, emails Deloitte, Debtors re severance issues (.8)	0.80	\$1,052.00
7/20/2016	Baker, Nicholas	t/c w/ G. Galardi and K. Alexander (Ropes) re severance request waiver (.2) and summary EM to W. Russel re same (.1) and follow up t/c w/ K. Alexander re same issue (.2)	0.50	\$497.50
7/20/2016	Baker, Nicholas	meeting w/ S. Qusba, J. Baldwin, M. Massel and S. Qusba re update on outstanding issues, including NDA, retention applications and severance issues	0.90	\$895.50
7/20/2016	Baker, Nicholas	t/c w/ Ropes (G. Galardi) request on severance exemption for CBA	0.20	\$199.00
7/21/2016	Russell Jr, William T.	Emails Deloitte re vendor and severance issues (.9)	0.90	\$1,183.50
7/25/2016	Russell Jr, William T.	Emails, t/cs, confs debtors, STB team, Deloitte re severance issues (.8)	0.80	\$1,052.00
7/26/2016	Qusba, Sandy	Correspondence with M. Massel and B. Russell regarding CBA and next steps.	0.40	\$526.00
7/26/2016	Russell Jr, William T.	Analyze union issues and t/cs, emails, confs STB team, debtors re same (1.6)	1.60	\$2,104.00
7/26/2016	Russell Jr, William T.	Review info re severance issues and emails debtors, Deloitte re same (.7)	0.70	\$920.50
7/26/2016	Baldwin, Jeffrey E.	Review/analyze collective bargaining agreement (.20) and email M. Morris re: same (.10).	0.30	\$298.50
7/27/2016	Russell Jr, William T.	T/cs, emails debtors, STB team re union and CBA issues (.9)	0.90	\$1,183.50
7/27/2016	Russell Jr, William T.	Analyze potential indemnification issues (.8)	0.80	\$1,052.00
7/27/2016	Russell Jr, William T.	T/c, emails committee re CBA issues (1.0)	1.00	\$1,315.00
7/27/2016	Massel, Morris	Committee call re: CBAs.	1.20	\$1,236.00
7/27/2016	Massel, Morris	Call w/ B. Russell & Ropes re: CBA issues (.5); Analyzing issue & drafting summary (.6).	1.10	\$1,133.00

Date	Name	Description	Hours	Amount
7/27/2016	Baker, Nicholas	t/c w/ committee re open questions on status of CBA	0.80	\$796.00
7/28/2016	Baker, Nicholas	t/c w/ committee re CBA issues to consider	0.40	\$398.00
8/8/2016	Russell Jr, William T.	Review revised severance order and emails STB team re same (.4)	0.40	\$526.00
8/8/2016	Russell Jr, William T.	Analyze potential indemnification issues (.8)	0.80	\$1,052.00
8/8/2016	Massel, Morris	Reviewing order for severance & related corresp.	0.30	\$309.00
8/11/2016	Russell Jr, William T.	Emails Deloitte re severance issues (.2)	0.20	\$263.00
8/11/2016	Baker, Nicholas	EM to Deloitte re new severance schedule and SOFA/Schedules	0.10	\$99.50
8/17/2016	Russell Jr, William T.	Review financial info from debtors and emails Deloitte re: same.	0.70	\$920.50
9/12/2016	Qusba, Sandy	Correspondence with G. Galardi regarding potential Denton employment agreement.	0.30	\$394.50
9/19/2016	Russell Jr, William T.	Review hearing transcript re wage notice (.2)	0.20	\$263.00
11/15/2016	Baldwin, Jeffrey E.	Emails w/ W. Russell re: collective bargaining agreement and employment agreements.	0.20	\$199.00
Total:			79.60	\$83,117.50

Timekeeper Category: 002724-0010 – Employment and Fee Applications

Date	Name	Description	Hours	Amount
6/26/2016	Russell Jr, William T.	emails STB team re retention issues (.8)	0.80	\$1,052.00
6/26/2016	Russell Jr, William T.	t/cs, emails potential FAs re retention (.5)	0.50	\$657.50
6/27/2016	Massel, Morris	Tcs w/ I. Bankers re: background (1.5)	1.50	\$1,545.00
6/27/2016	Heald, Julia E.	prep. for interviews of financial advisors (.4)	0.40	\$194.00
6/28/2016	McLendon, Kathrine	[Gawker/STB Retention - Begin prep draft STB retention application (1.4); continue prep draft STB retention application (.8); further prep draft STB retention application and supporting documentation(1.5).	3.70	\$3,940.50
6/28/2016	Baker, Nicholas	review of docket and review of HL engagement letter	0.40	\$398.00
6/28/2016	Baker, Nicholas	review of employee retention motions	0.40	\$398.00
6/29/2016	McLendon, Kathrine	[Gawker/STB Retention Continue prep draft retention application (2.0).	2.00	\$2,130.00
6/30/2016	McLendon, Kathrine	[Gawker/STB Retention Continue prep draft STB retention application (1.0).	1.00	\$1,065.00

Date	Name	Description	Hours	Amount
7/1/2016	McLendon, Kathrine	[Gawker/STB Retention Further prep draft retention application (.6); continue prep draft STB retention application (.3); additional prep draft STB retention application and circulate for internal review (1.1).	2.00	\$2,130.00
7/5/2016	Russell Jr, William T.	Review and revise STB retention application (.8)	1.00	\$1,315.00
7/5/2016	McLendon, Kathrine	Internal emails (Russell and Massel) re STB retention application and comments thereon (.1); review STB retention application comments (.2).	0.30	\$319.50
7/5/2016	Massel, Morris	Reviewing STB application (1.2); Reviewing Conflicts Lists (.7).	2.00	\$2,060.00
7/6/2016	Russell Jr, William T.	Emails STB team, Deloitte re NDA and retention issues (.5)	0.50	\$657.50
7/6/2016	Baker, Nicholas	t/c w/ US Trustee re retention of foreign counsel (.1)	0.10	\$99.50
7/6/2016	Baker, Nicholas	EM summary of US Trustee conversation to W. Russel, J. Pall, M. Massel and S. Qusba	0.20	\$199.00
7/7/2016	Russell Jr, William T.	Review retention applications and supplemental declarations (.3)	0.30	\$394.50
7/7/2016	Massel, Morris	Reviewing conflicts list.	0.80	\$824.00
7/11/2016	Russell Jr, William T.	Review material for retention application (.9)	0.90	\$1,183.50
7/11/2016	Russell Jr, William T.	Review and revise STB retention application and emails STB team re same (1.1)	1.10	\$1,446.50
7/11/2016	Massel, Morris	Drafting application & revising.	2.80	\$2,884.00
7/12/2016	Russell Jr, William T.	Review revised retention papers and emails STB team re same (.8)	0.80	\$1,052.00
7/12/2016	McLendon, Kathrine	Brief review revised STB retention application and remaining comments/open points (.3); prep additional revisions to retention application, including confirming guideline requirements re disbursements (.2); further prep revisions to STB retention application, including email Qusba, Russell and Massel re final changes (.4).	0.90	\$958.50
7/12/2016	Massel, Morris	Revising application & related research.	1.80	\$1,854.00
7/13/2016	Qusba, Sandy	Review and comment on STB retention application, including related declarations.	11.70	\$15,385.50

Date	Name	Description	Hours	Amount
7/13/2016	Russell Jr, William T.	Review revised debtor professional retention orders and emails debtors re same (.8)	0.80	\$1,052.00
7/13/2016	Russell Jr, William T.	Review and revise STB retention papers and emails STB team re same (1.1)	1.10	\$1,446.50
7/13/2016	McLendon, Kathrine	Brief review Qusba comments/questions on retention application (.2); internal emails re finalizing STB retention application (.2); prep additional revisions to retention application per internal comments (.4); further internal emails re revisions to STB application (.1).	0.90	\$958.50
7/13/2016	Massel, Morris	Revising application.	1.20	\$1,236.00
7/13/2016	Massel, Morris	Further revisions to application.	0.80	\$824.00
7/13/2016	Moonan, Randy	Review fee application.	0.60	\$423.00
7/14/2016	Russell Jr, William T.	T/cs, emails STB team, committee re retention issues (.7)	0.70	\$920.50
7/14/2016	Russell Jr, William T.	; call w/ potential Cayman counsel (.4)	0.40	\$526.00
7/15/2016	Russell Jr, William T.	Emails STB team re retention application issues (.9)	0.90	\$1,183.50
7/15/2016	McLendon, Kathrine	Obtain billing rate information comparables per Committee member requests (.5).	0.50	\$532.50
7/18/2016	Russell Jr, William T.	Emails committee, STB team re retention issues (.4)	0.40	\$526.00
7/19/2016	Qusba, Sandy	Review Deloitte engagement letter and correspondence with STB team regarding initial comments.	0.40	\$526.00
7/19/2016	Russell Jr, William T.	Review and revise draft Deloitte engagement letter and emails STB team re same (.7)	0.70	\$920.50
7/19/2016	Massel, Morris	Commenting on Deloitte engagement letter.	0.70	\$721.00
7/19/2016	Baker, Nicholas	EM to US Trustee re retention of non-US counsel	0.30	\$298.50
7/20/2016	Massel, Morris	Tcs w/ N. Baker re: retention issues.	0.30	\$309.00
7/20/2016	Baker, Nicholas	t/c w/ G. Zipes (UST) re retention of Hungarian and Cayman entities and follow up EM to W. Russel, S. Qusba, and M. Massel re response from UST re need for fee applications	0.60	\$597.00
7/21/2016	Russell Jr, William T.	Emails Deloitte, STB team re retention issues (.4)	0.40	\$526.00
7/21/2016	Baker, Nicholas	EM to Hungarian counsel re update on application process and request for approval	0.30	\$298.50

Date	Name	Description	Hours	Amount
7/25/2016	Massel, Morris	Revising retention application & related corresp. (.7).	0.70	\$721.00
7/25/2016	Baker, Nicholas	EM to G. Zipes (UST) re retention application	0.10	\$99.50
7/25/2016	Heald, Julia E.	Rsch. and draft notice of presentment of STB retention application (3.9); corresp. w/ M. Morris and managing clerk re: same (.3)	4.20	\$2,037.00
7/26/2016	Russell Jr, William T.	Review and revise Deloitte retention letter and emails Massel, Deloitte re same (.9)	0.90	\$1,183.50
7/26/2016	Russell Jr, William T.	Review debtor retention apps and t/cs, emails committee, STB team re same (.8)	0.80	\$1,052.00
7/26/2016	Massel, Morris	Corresp. & reviewing retention app.	0.40	\$412.00
7/26/2016	Massel, Morris	Reviewing Deloitte engagement letter.	0.70	\$721.00
7/26/2016	Heald, Julia E.	Prep. STB retention application for filing and service (1.3); corresp. w/ managing clerk re: same (.3)	1.60	\$776.00
7/27/2016	Qusba, Sandy	T/c with M. Massel and B. Russell regarding Debtors' proposed 327(e) retentions.	0.40	\$526.00
7/27/2016	Russell Jr, William T.	Draft language for debtor retention orders and t/cs, emails UST, debtors, STB team re same (.8)	0.80	\$1,052.00
7/27/2016	Russell Jr, William T.	T/c Deloitte re retention issues (.5)	0.50	\$657.50
7/27/2016	Massel, Morris	Tc w/ Deloitte re: engagement letter.	0.50	\$515.00
7/28/2016	Qusba, Sandy	Review case law regarding 327(e) retentions.	2.30	\$3,024.50
7/28/2016	Russell Jr, William T.	Review revised Deloitte engagement letter (.2)	0.20	\$263.00
7/28/2016	Massel, Morris	Oc w/ J. Baldwin, W. Russell & S. Qusba re: retention app issues (.7); Reviewing corresp. & research re: conflicts (.3).	1.00	\$1,030.00
7/28/2016	Heald, Julia E.	Draft Deloitte retention application	1.00	\$485.00
7/29/2016	Qusba, Sandy	T/c with M. Massel regarding retention applications; review and comment on correspondence with G. Galardi regarding same.	0.60	\$789.00
7/29/2016	Baker, Nicholas	EM to Cayman counsel re retention process	0.40	\$398.00
7/29/2016	Heald, Julia E.	Draft Deloitte retention application	0.10	\$48.50
7/31/2016	Heald, Julia E.	Cont. draft Deloitte retention application	1.70	\$824.50
8/1/2016	Massel, Morris	Call w/Cayman Counsel re: retention.	0.50	\$515.00

Date	Name	Description	Hours	Amount
8/1/2016	Heald, Julia E.	Cont. draft Deloitte retention application (.4); t/c w/ Mourant Ozannes, M. Morris re: retention application (.3); draft Mourant Ozannes retention application (.2)	0.90	\$436.50
8/2/2016	Heald, Julia E.	Draft Mourant Ozannes retention application	2.20	\$1,067.00
8/3/2016	Heald, Julia E.	Cont. draft Mourant Ozannes retention application	0.40	\$194.00
8/4/2016	Massel, Morris	Revising Deloitte application.	1.30	\$1,339.00
8/11/2016	Baker, Nicholas	review of docket for ordinary course order guidelines and whether Citrin Cooperman has filed notice of disinterestedness (.2) and EM to W. Russel and M. Massel re same (.1)	0.30	\$298.50
8/11/2016	Myers, Jonathan R.	Updated local counsel retention application with declaration and conflicts chart.	1.10	\$533.50
8/12/2016	Russell Jr, William T.	Review debtor ordinary course retention notices and emails committee re same	0.60	\$789.00
8/12/2016	Baker, Nicholas	EM to Hungarian counsel re status of application	0.20	\$199.00
8/12/2016	Baker, Nicholas	EM to W. Russel and M. Massel re ordinary course professional procedures	0.20	\$199.00
8/12/2016	Baldwin, Jeffrey E.	Review/revise Cayman counsel retention application (.20); call w/ J. Myers re: retention application (.10).	0.30	\$298.50
8/12/2016	Myers, Jonathan R.	Edited application to retain local counsel and emailed draft to M. Massel.	0.80	\$388.00
8/15/2016	Myers, Jonathan R.	Emailed J. Baldwin re: status of local counsel application.	0.20	\$97.00
8/16/2016	Massel, Morris	Corresp. re: retention of UCC profs. (.2); Revising foreign course/app. (.8).	1.00	\$1,030.00
8/16/2016	Myers, Jonathan R.	Revised local counsel application and emailed updated version of local counsel application to A. Last for further edits.	0.70	\$339.50
8/16/2016	Myers, Jonathan R.	Emails and calls with M. Massel re: status of Simpson retention application; call with M. Massel, Ropes & Gray, and judge's chambers regarding Simpson retention; emailed chambers with proposed order.	1.00	\$485.00
8/17/2016	Massel, Morris	Reviewing Cayman retention application (.5); Reviewing Deloitte application (.5).	1.00	\$1,030.00

Date	Name	Description	Hours	Amount
8/18/2016	Russell Jr, William T.	Review and revise Deloitte retention papers and emails Massel re same (.3)	0.30	\$394.50
8/18/2016	Massel, Morris	Reviewing/revising Deloitte application.	0.70	\$721.00
8/22/2016	Russell Jr, William T.	Review Ropes fee app (.4)	0.40	\$526.00
8/22/2016	Massel, Morris	Reviewing STB time records (3.6); Preparing Fee Stmt (.6); Tcs w/ Accounting re: same (.3); Revising Deloitte & Cayman Counsel Apps (.5).	5.40	\$5,562.00
8/22/2016	Heald, Julia E.	Prep. Maurant Ozannes retention application	1.40	\$679.00
8/22/2016	Myers, Jonathan R.	Emailed declaration signature page to committee member	0.20	\$97.00
8/23/2016	Massel, Morris	Corresp. re: Deloitte & MO Applications (.5); Revising fee stmt (1.1).	1.60	\$1,648.00
8/23/2016	Heald, Julia E.	Prep. and arrange filing of Maurant Ozannes retention application	1.50	\$727.50
8/23/2016	Myers, Jonathan R.	Finalized and filed retention application	1.60	\$776.00
8/24/2016	Massel, Morris	Reviewing & revising fee statement (2.5); Related corresp. (3.).	3.00	\$3,090.00
8/25/2016	Massel, Morris	Revising fee stmt & related corresp w/ Accounting.	0.50	\$515.00
8/26/2016	Heald, Julia E.	Review and prep. STB fee application for filing (.8); t/c w/ M. Massel re: same (.1)	0.90	\$436.50
8/30/2016	Russell Jr, William T.	Review accountants retention application and emails STB team re same (.3)	0.30	\$394.50
8/31/2016	Russell Jr, William T.	Review retention applications and emails STB team, debtors re same (.4)	0.40	\$526.00
8/31/2016	Heald, Julia E.	Revise Dentons retention application	1.50	\$727.50
9/1/2016	Baker, Nicholas	review and comments to Dentons application and EM re NDA	0.40	\$398.00
9/2/2016	Myers, Jonathan R.	Emails re signature pages and professionals' NDAs	0.60	\$351.00
9/7/2016	Myers, Jonathan R.	Emails re Dentons and JB Duncan applications	0.60	\$351.00
9/8/2016	Myers, Jonathan R.	Filing application	0.10	\$58.50
9/12/2016	Massel, Morris	Reviewing & preparing fee statement.	2.80	\$2,884.00
9/13/2016	Russell Jr, William T.	Review fee app and emails Massel re same (.4)	0.40	\$526.00
9/13/2016	Massel, Morris	Drafting fee statement & revising same.	2.20	\$2,266.00
9/13/2016	Myers, Jonathan R.	Finalizing NDA.	0.20	\$117.00
9/15/2016	Myers, Jonathan R.	Submitted proposed orders.	0.50	\$292.50

Date	Name	Description	Hours	Amount
9/15/2016	Myers, Jonathan R.	Updated local counsel NDA	1.10	\$643.50
9/16/2016	Heald, Julia E.	Prep. STB Second Monthly Fee Statement for filing	0.50	\$292.50
9/16/2016	Myers, Jonathan R.	scheduled hearing and filed notice of hearing	1.00	\$585.00
9/19/2016	Massel, Morris	Analyzing Deloitte issues (.8) & related tc w/ R. Young (.3); Reviewing Fee App models & related research (.6).	1.70	\$1,751.00
9/20/2016	Massel, Morris	Drafting fee application & research re: same.	2.80	\$2,884.00
9/21/2016	Myers, Jonathan R.	Local counsel NDA sent to Ropes	0.50	\$292.50
9/23/2016	Myers, Jonathan R.	Emailed chambers re proposed order	0.60	\$351.00
10/5/2016	Baker, Nicholas	EM to W. Russell re Opportune Application	0.10	\$99.50
10/6/2016	Massel, Morris	Reviewing Deloitte issues & revising order/letter.	1.10	\$1,133.00
10/10/2016	Massel, Morris	Revising order & related corresp.	0.40	\$412.00
10/10/2016	Massel, Morris	Reviewing time entries for fee statement (1.7); Corresp. w/ proofs re: fee stmts (.2).	1.70	\$1,751.00
10/11/2016	Massel, Morris	Preparing fee stmt & revising fee app. draft (1.6); Corresp. re: Deloitte order (.1).	1.70	\$1,751.00
10/13/2016	Massel, Morris	Preparing fee statement.	0.70	\$721.00
10/14/2016	Massel, Morris	Reviewing Deloitte order & related calls w/ Deloitte counsel (.5).	0.50	\$515.00
10/17/2016	Myers, Jonathan R.	Reviewed and filed STB fee statement.	0.30	\$175.50
10/19/2016	Massel, Morris	Drafting fee application.	0.50	\$515.00
10/21/2016	Massel, Morris	Tc w/ G. Zipes re: fee stmts (.2); Internal follow-up re: same (.4).	0.60	\$618.00
11/3/2016	Massel, Morris	Corresp. re: Deloitte.	0.20	\$206.00
11/4/2016	Massel, Morris	Reviewing October time records and related corresp. (1.3); corresp. re: Deloitte (.1).	1.40	\$1,442.00
11/7/2016	Massel, Morris	Preparing fee app & fee stmt.	2.70	\$2,781.00
11/8/2016	Massel, Morris	Drafting fee app (2.4); Drafting fee statement (.5).	2.90	\$2,987.00
11/9/2016	Massel, Morris	Corresp. w/ client re: Oct. Fee Stmt.	0.20	\$206.00
11/9/2016	Massel, Morris	Drafting fee application.	4.30	\$4,429.00
11/9/2016	Endean, Jonathan E.	Reviewed and filed fourth monthly fee statement	0.40	\$194.00
11/9/2016	Endean, Jonathan E.	Reviewed and filed supplemental order authorizing retention of Deloitte	0.50	\$242.50

Date	Name	Description	Hours	Amount
11/9/2016	Padua, Mariavictoria	Filed Fourth Monthly Statement of STB for Professional Services Rendered and Disbursements Incurred as Counsel at U.S. Bankruptcy Court for the Southern District of New York In Re: Gawker Media LLC.	1.00	\$170.00
11/10/2016	Qusba, Sandy	Review and comment on STB's first interim fee application.	2.50	\$3,287.50
11/10/2016	Russell Jr, William T.	Review and revise STB fee applications and emails STB team re same.	1.60	\$2,104.00
11/10/2016	Massel, Morris	Preparing & revising fee app & exhibits.	3.00	\$3,090.00
11/10/2016	Endean, Jonathan E.	T/c to chambers re: supplemental order for Deloitte	0.10	\$48.50
11/10/2016	Endean, Jonathan E.	Reviewed and filed 1st Monthly fee statement for Mourant Ozannes	0.40	\$194.00
11/10/2016	Endean, Jonathan E.	Reviewed STB First Interim Fee Application	1.30	\$630.50
11/10/2016	Duncan, Casey	Filed First Monthly Statement of Movrant Ozannes. IN RE: Gawker Media LLC, et. al. Debtors.	0.30	\$51.00
11/11/2016	Russell Jr, William T.	Review and revise fee app and emails STB team re same (1.2)	1.20	\$1,578.00
11/11/2016	Massel, Morris	Revising fee appt.	2.60	\$2,678.00
11/11/2016	Endean, Jonathan E.	Reviewed Dentons fee application in preparation for their filing	0.40	\$194.00
11/11/2016	Endean, Jonathan E.	Reviewed STB's first interim fee application in preparation for filng	2.60	\$1,261.00
11/13/2016	Endean, Jonathan E.	Revised draft of first interim fee application for STB	0.40	\$194.00
11/14/2016	Russell Jr, William T.	Review revised fee application and emails STB team re same (.6)	0.60	\$789.00
11/14/2016	Massel, Morris	Oc w/ J. Endean re: fee app & reviewing revisors.	0.80	\$824.00
11/14/2016	Endean, Jonathan E.	Prepared, filed, and served fee application for Dentons	0.20	\$97.00
11/14/2016	Endean, Jonathan E.	Rev. of STB 1st interim fee statement w/ M. Massel	0.60	\$291.00
11/14/2016	Endean, Jonathan E.	Prep. 1st interim fee application	2.20	\$1,067.00
11/14/2016	Greenberg, Allison	Filed First Monthly Fee Statement In Re: Gawker Fee Statement Filing (Réczicza Dentons)	0.20	\$34.00
11/15/2016	Massel, Morris	Revising fee app.	0.60	\$618.00

Date	Name	Description	Hours	Amount
11/15/2016	Endean, Jonathan E.	T/c w/ M. Massel re: employment & fee apps and associated follow up review of application.	0.20	\$97.00
11/16/2016	Massel, Morris	Tc w/ R. Martin re: plan, claims & related issues.	0.40	\$412.00
11/18/2016	Endean, Jonathan E.	STB Fee app (1.0); filed and reviewed Deloitte fee app (0.5)	1.50	\$727.50
11/21/2016	Massel, Morris	Corresp. re hearing date.	0.20	\$206.00
11/28/2016	Russell Jr, William T.	T/cs, emails STB team re fee app issues (.6)	0.60	\$789.00
11/28/2016	Massel, Morris	Preparing revisions for fee app.	2.50	\$2,575.00
11/29/2016	Massel, Morris	Revising fee app supp docs.	0.30	\$309.00
11/30/2016	Russell Jr, William T.	Emails UST, debtors and emails, t/cs STB team re fee app issues (.4)	0.40	\$526.00
12/1/2016	Massel, Morris	Corresp. re: & reviewing plan issues.	0.50	\$515.00
12/2/2016	Massel, Morris	Revising time entries & preparing fee statements.	1.50	\$1,545.00
12/5/2016	Russell Jr, William T.	Review fee app papers and t/cs, emails STB team re same (.8)	0.80	\$1,052.00
12/5/2016	Massel, Morris	Preparing fee stmt. (1.0); Tc w/ G. Zipes re: fee issues (.2); Research re: fee app. (1.0).	1.80	\$1,854.00
12/5/2016	Endean, Jonathan E.	Reviewed and fled fifth monthly fee statement.	0.80	\$388.00
12/6/2016	Massel, Morris	Reviewing fee app supp & related corresp.	0.50	\$515.00
12/6/2016	Massel, Morris	Corresp w/ professionals re: fee apps (.3); Tc w/ J. Endean re: fee app (.2); Reviewing fee app issues (.5).	1.00	\$1,030.00
12/6/2016	Endean, Jonathan E.	Conversation w/ M. Massel re: STB fee apps (0.2); drafted notice of filing Ex. G-1 & H (2.2)	2.40	\$1,164.00
12/7/2016	Endean, Jonathan E.	Filed notice of filing exhibits G-1 and H to STB first fee application	0.30	\$145.50
12/8/2016	Endean, Jonathan E.	Call w/ S. Qusba re: fee statements	0.10	\$48.50
12/13/2016	Endean, Jonathan E.	Filed third monthly fee statement for Deloitte.	0.30	\$145.50
12/14/2016	Massel, Morris	Reviewing docs for fee hearing.	0.60	\$618.00
12/14/2016	Endean, Jonathan E.	Worked on STB Final Fee App.	0.60	\$291.00
12/15/2016	Qusba, Sandy	Prepare for and participate (telephonically) in interim fee application hearing.	1.50	\$1,972.50
12/15/2016	Massel, Morris	Attend fee hearing & related follow-up.	1.00	\$1,030.00
12/15/2016	Endean, Jonathan E.	Prep. Final Fee Application for STB	2.00	\$970.00
12/16/2016	Massel, Morris	Tc w/ J. Endean re: fee app.	0.20	\$206.00

Date	Name	Description	Hours	Amount
12/16/2016	Endean, Jonathan E.	Prep. Final Fee Application (1.3); Conv. w/ M. Massel re: same (0.2)	1.50	\$727.50
12/19/2016	Massel, Morris	Revising final fee app. (1.8); Corresp re: OCP fees (.2).	2.00	\$2,060.00
12/19/2016	Endean, Jonathan E.	Prep. STB Final Fee App.	1.80	\$873.00
12/20/2016	Massel, Morris	Corresp & tcs re: fee app.	0.20	\$206.00
12/20/2016	Endean, Jonathan E.	Prep. STB Final Fee App.	5.10	\$2,473.50
12/21/2016	Massel, Morris	Reviewing/revising fee app	1.40	\$1,442.00
12/21/2016	Endean, Jonathan E.	Drafted final fee application	1.70	\$824.50
12/22/2016	Russell Jr, William T.	Review and revise final fee app and emails STB team re: same.	0.90	\$1,183.50
12/22/2016	Massel, Morris	Corresp. and tc re fee issues	0.20	\$206.00
12/22/2016	Endean, Jonathan E.	Reviewed comments from B. Russell to final fee application	0.20	\$97.00
12/23/2016	Endean, Jonathan E.	Revised final fee application	1.30	\$630.50
12/27/2016	Massel, Morris	Revising fee app (.5); corresp re fee issues (.2)	0.70	\$721.00
12/28/2016	Massel, Morris	Corresp. re fee issues	0.20	\$206.00
12/29/2016	Massel, Morris	Corresp. re fee issues	0.20	\$206.00
12/30/2016	Massel, Morris	reviewing fees issues corresp and related corresp.; tc w J Mon re fee reconciliation	0.30	\$309.00
1/3/2017	Endean, Jonathan E.	Rev. Final Fee App.	0.20	\$97.00
1/4/2017	Massel, Morris	Reviewing time entries.	0.50	\$515.00
1/4/2017	Endean, Jonathan E.	Rev. Dec. fee app.	0.10	\$48.50
1/5/2017	Russell Jr, William T.	Review and revise monthly fee statement and emails STB team re same	0.50	\$657.50
1/5/2017	Endean, Jonathan E.	Prep. Dec. Fee statement (1.1); T/c w/ J. Mon re: same (0.1)	1.20	\$582.00
1/6/2017	Endean, Jonathan E.	Prep. final STB fee app.	0.40	\$194.00
1/11/2017	Endean, Jonathan E.	Updated STB final fee application	1.90	\$921.50
1/12/2017	Endean, Jonathan E.	Rev. STB final fee application	0.30	\$145.50
1/13/2017	Endean, Jonathan E.	Modified final fee application for STB	0.10	\$48.50
2/14/2017	Endean, Jonathan E.	Prep. Jan. fee statement (0.7); prep 2nd interim fee app. (3.0)	3.70	\$1,887.00
2/15/2017	Endean, Jonathan E.	Prep. 2nd Interim Fee App.	0.70	\$357.00
2/15/2017	Endean, Jonathan E.	Prep. and filed 7th Fee Statement	0.80	\$408.00
2/16/2017	Endean, Jonathan E.	Prep. and filed 7th Fee app (2.0); prep. second interim fee app (2.5)	4.50	\$2,295.00
2/17/2017	Endean, Jonathan E.	Prep. second interim fee app.	2.20	\$1,122.00
2/22/2017	Russell Jr, William T.	Review and revise draft STB fee app	0.60	\$825.00

Date	Name	Description	Hours	Amount
2/22/2017	Endean, Jonathan E.	Prep. 2nd interim fee app	0.30	\$153.00
2/23/2017	Russell Jr, William T.	Revise draft fee app and emails Endean re same	0.40	\$550.00
2/23/2017	Endean, Jonathan E.	Prep. 2nd interim fee app	0.40	\$204.00
2/24/2017	Endean, Jonathan E.	Prep. 2nd interim fee app (1.1); Call w/ J. Mon re: same (0.4)	1.80	\$918.00
2/28/2017	Russell Jr, William T.	Emails t/cs J. Endean re STB fee app issues	0.30	\$412.50
2/28/2017	Endean, Jonathan E.	Reviewed expenses and fees for 2nd Interim Fee App.	1.60	\$816.00
3/1/2017	Russell Jr, William T.	Emails Endean re STB fee app issues	0.30	\$412.50
3/1/2017	Endean, Jonathan E.	Prep. 2nd Interim Fee App.	3.30	\$1,683.00
3/2/2017	Endean, Jonathan E.	Prep. 2nd Interim fee app.	2.70	\$1,377.00
3/2/2017	Endean, Jonathan E.	Prep. Feb. fee statement	0.20	\$102.00
3/3/2017	Endean, Jonathan E.	Rev. fees & expenses for Feb fee statement and email J. Mon re: same	0.30	\$153.00
3/6/2017	Endean, Jonathan E.	Prep. & filed supp. decl. re: billing rates.	0.60	\$306.00
3/6/2017	Endean, Jonathan E.	Prep. 2nd Interim Fee App.	1.00	\$510.00
3/7/2017	Russell Jr, William T.	Review and revise fee app and emails Endean re same	0.70	\$962.50
3/7/2017	Endean, Jonathan E.	Prepared 2nd Interim fee app	0.40	\$204.00
3/7/2017	Endean, Jonathan E.	Drafted & filed 8th (Feb.) monthly fee statement	1.40	\$714.00
3/16/2017	Endean, Jonathan E.	Prep. 2nd interim fee application to be filed	0.80	\$408.00
3/17/2017	Russell Jr, William T.	Review and revise fee app and email Endean re same	0.70	\$962.50
3/17/2017	Endean, Jonathan E.	Prep. 2nd interim fee application	0.50	\$255.00
Total:			235.10	\$206,568.00

Timekeeper Category: 002724-0011 – Employment and Fee Application Objections

Date	Name	Description	Hours	Amount
6/25/2016	Russell Jr, William T.	emails STB team re retention of professionals (.6)	0.60	\$789.00
7/7/2016	Massel, Morris	Reviewing conflicts & drafting application.	3.00	\$3,090.00
7/27/2016	Massel, Morris	Tcs w/ B. Russel & S. Qusba re: litigation retention issues.	0.70	\$721.00
7/27/2016	Baldwin, Jeffrey E.	Call w/ J. Myers re: research on Section 327(e) (.20).	0.20	\$199.00
7/28/2016	Russell Jr, William T.	Analyze debtor retention issues w/ STB team (.8)	0.80	\$1,052.00

Date	Name	Description	Hours	Amount
7/28/2016	Baldwin, Jeffrey E.	Calls w/ J. Myers re: Section 327(e) research (.30); emails w/ J. Myers re: Section 327(e) research (.10); review legal research re: Section 327(e) (.20); o/c w. W. Russel, S. Qusba and M. Massel re: Section 327(e) and retention applications (.70); review Section 327(e) case law and opposition briefs (.90); email W. Russel and S. Qusba re: Section 327(e) case law (.30)	2.50	\$2,487.50
7/29/2016	Russell Jr, William T.	Analyze issues re debtor retentions and review related authorities including re potential conflict issuers (1.3)	1.30	\$1,709.50
7/29/2016	Russell Jr, William T.	Draft language for proposed debtor special counsel retention order and emails debtors, STB team re same (.8)	0.80	\$1,052.00
7/29/2016	Massel, Morris	Reviewing retention issues re: 327(e) counsel.	0.50	\$515.00
7/29/2016	Baldwin, Jeffrey E.	Review J. Myers research re: Section 327(e) (.20) and email W. Russel and S. Qusba re: same (.10).	0.30	\$298.50
8/1/2016	Baldwin, Jeffrey E.	O/c w/ J. Myers re: objection to special litigation counsel applications (.10); review special litigation counsel applications (.80); legal research and review re: section 327(e) (2.70); draft/revise objection to special litigation counsel applications (5.90).	9.50	\$9,452.50
8/1/2016	Myers, Jonathan R.	Reviewed draft objection to 327(e) special counsel.	0.30	\$145.50
8/1/2016	Myers, Jonathan R.	Researched case law regarding conflicts of interest arising from dual representation of debtor and non-debtor defendants.	3.40	\$1,649.00
8/1/2016	Myers, Jonathan R.	Drafting opposition to Debtors' application to retain special litigation counsel under 327(e).	1.00	\$485.00
8/2/2016	Qusba, Sandy	Comment on draft objection to Debtors' retention application for special litigation counsel; review comments to same; correspondence with STB team regarding same.	2.70	\$3,550.50
8/2/2016	Russell Jr, William T.	Review and revise debtor retention objection and emails Committee, STB team re same (1.2)	1.20	\$1,578.00
8/2/2016	Massel, Morris	Reviewing objection & related corresp.	0.50	\$515.00
8/2/2016	Baldwin, Jeffrey E.	Emails w/ W. Russell, S. Qusba and M. Massel re: objection to special counsel applications (.30); revise objection (1.30); call w/ S. Qusba re: draft objection (.20);	2.20	\$2,189.00

Date	Name	Description	Hours	Amount
		emails w/ D. Tabak re: draft objection (.20); emails w/ creditors committee re: draft objection (.20).		
8/2/2016	Myers, Jonathan R.	Reviewed emails regarding edits and revisions to committee's opposition to debtors' application to retain special counsel under 327(e).	0.40	\$194.00
8/3/2016	Qusba, Sandy	Review comments to objection to special litigation counsel retention; correspondence with STB team regarding same.	0.70	\$920.50
8/3/2016	Russell Jr, William T.	Revise retention objection and emails Committee, STB team re same (.8)	0.80	\$1,052.00
8/3/2016	Baldwin, Jeffrey E.	Revise objection to special counsel applications (.60); email committee re: objection (.10); o/c w/ J. Myers re: objection (.20).	0.90	\$895.50
8/4/2016	Russell Jr, William T.	Review and revise retention objection and emails Committee, STB team re same (.8)	0.80	\$1,052.00
8/4/2016	Baldwin, Jeffrey E.	Emails w/ W. Russell et al. re: draft objection to special counsel applications (.20); revise and finalize objection to special counsel objection (.70).	0.90	\$895.50
8/4/2016	Myers, Jonathan R.	Cite checked committee's opposition to debtors' application to retain special litigation counsel.	4.80	\$2,328.00
8/4/2016	Myers, Jonathan R.	Emailed J. Baldwin with comments on committee's opposition to debtors' application to retain special litigation counsel.	0.20	\$97.00
8/4/2016	Myers, Jonathan R.	Call with J. Baldwin re: filing opposition to debtors' application for special counsel.	0.30	\$145.50
8/5/2016	Myers, Jonathan R.	Emailed JB Duncan application to J. Baldwin.	0.10	\$48.50
8/8/2016	Russell Jr, William T.	T/cs, emails debtors, STB team, committee re retention objections (1.1)	1.10	\$1,446.50
8/8/2016	Russell Jr, William T.	Review Cahill retention application (.2)	0.20	\$263.00
8/8/2016	Massel, Morris	Corresp. & t/cs w/J. Levitan & internally re: 327 objection.	0.30	\$309.00
8/8/2016	Baker, Nicholas	review of STB objection to applications for non-debtor counsel	0.20	\$199.00
8/8/2016	Myers, Jonathan R.	Reviewed emails re: special counsel issues.	0.10	\$48.50
8/9/2016	Qusba, Sandy	Attend hearing for 327(e); professionals.	0.50	\$657.50
8/9/2016	Russell Jr, William T.	T/cs, emails committee re special counsel retention and other issues (.9)	0.90	\$1,183.50

Date	Name	Description	Hours	Amount
8/9/2016	Russell Jr, William T.	Review Duncan retention application, analyze issues and emails committee, STB team re same (.9)	0.90	\$1,183.50
8/9/2016	Massel, Morris	Revising Cahill order (.2); Corresp. re: counsel issues (.3).	0.50	\$515.00
8/9/2016	Baldwin, Jeffrey E.	Review employment application with debtors and non-debtors (.20) and emails w/ W. Russell re: same (.10).	0.30	\$298.50
8/10/2016	Russell Jr, William T.	Outline draft objection to retention application and emails STB team re same (.7)	0.70	\$920.50
8/10/2016	Baldwin, Jeffrey E.	Call w/ R. Moonan re: objection to Duncan application (.30); emails w/ R. Moonan re: Duncan objection (.10); review draft objection (.30).	0.70	\$696.50
8/10/2016	Moonan, Randy	Review Duncan retention application (1.10); Rsrch re 327 and 2014 professional services (4.70); Draft objection to retention application (7.6)	13.40	\$9,447.00
8/10/2016	Myers, Jonathan R.	Researched case law and legislative history for opposition to JB Duncan 327(e) application.	1.70	\$824.50
8/11/2016	Russell Jr, William T.	Review and revise retention objection and emails Baldwin re same (.6)	0.60	\$789.00
8/11/2016	Russell Jr, William T.	T/c, emails debtors re various retention issues (.3)	0.30	\$394.50
8/11/2016	Baldwin, Jeffrey E.	Review/revise objection to Duncan application.	0.30	\$298.50
8/11/2016	Moonan, Randy	Rsrch re publicly available information about Gawker's finances.	1.20	\$846.00
8/11/2016	Moonan, Randy	Draft objection to fee application.	3.60	\$2,538.00
8/11/2016	Myers, Jonathan R.	Researched the nature of professional services for opposition to JB Duncan application.	1.20	\$582.00
8/14/2016	Russell Jr, William T.	Review revised retention objection and emails t/cs committee, STB team re same (.3)	0.30	\$394.50
8/14/2016	Moonan, Randy	Revise objection to fee application.	0.90	\$634.50
8/15/2016	Russell Jr, William T.	T/c UST re retention issues	0.20	\$263.00
8/15/2016	Moonan, Randy	Revise objection to fee application.	2.30	\$1,621.50
8/16/2016	Russell Jr, William T.	Emails, confs, committee, debtors re retention issues (.4)	0.40	\$526.00
8/17/2016	Russell Jr, William T.	Review and revise proposed retention order and emails STB team, debtors re: same.	0.90	\$1,183.50
8/18/2016	Russell Jr, William T.	Review revised counsel retention papers and t/cs, emails debtors re same (.9)	0.90	\$1,183.50

Date	Name	Description	Hours	Amount
8/31/2016	Baker, Nicholas	review of Dentons application and comments to same	0.40	\$398.00
9/7/2016	Baldwin, Jeffrey E.	Revise objection re: Duncan objection (.20); emails w/ W. Russell re: Akin application (.10); call w/ J. Myers re: Akin application (.10).	0.40	\$398.00
9/8/2016	Baldwin, Jeffrey E.	Call w/ W. Russell re: Akin application (.10); email J. Myers re: Akin application (.10).	0.20	\$199.00
9/9/2016	Russell Jr, William T.	Emails, t/cs debtors, Akin, STB team re Akin application and objection to it (.4)	0.40	\$526.00
9/9/2016	Russell Jr, William T.	Revise opposition to Akin application (.3)	0.30	\$394.50
9/9/2016	Baldwin, Jeffrey E.	Research/review case law (.30); review/revise objection re: Akin retention (.20).	0.50	\$497.50
9/10/2016	Russell Jr, William T.	Revise Akin objection and emails STB team re same (.3)	0.30	\$394.50
9/12/2016	Baldwin, Jeffrey E.	Review objection to Akin retention(.10) and emails w/ J. Myers re: same (.10).	0.20	\$199.00
9/14/2016	Russell Jr, William T.	Emails STB team, debtors re Akin application (.2)	0.20	\$263.00
9/19/2016	Russell Jr, William T.	Emails STB team re Akin retention issues (.3)	0.30	\$394.50
9/19/2016	Massel, Morris	Corresp re: Akin issues.	0.20	\$206.00
11/9/2016	Massel, Morris	Reviewing Deloitte & Houlihan fee issues.	0.20	\$206.00
11/9/2016	Endean, Jonathan E.	Reviewed Houlihan fee application against stated fee agreement	2.30	\$1,115.50
11/10/2016	Qusba, Sandy	Correspondence with G. Galardi and A. Qureshi regarding Akin's retention application.	0.20	\$263.00
11/16/2016	Endean, Jonathan E.	Rev. Houlihan fee app. (1.5); t/c w/ M. Massel & B. Russell re: results (0.1)	1.60	\$776.00
Total:			83.70	\$74,584.00

Timekeeper Category: 002724-0012 – Financing and Cash Collateral

Date	Name	Description	Hours	Amount
6/27/2016	Qusba, Sandy	T/c with A. Harris regarding DIP financing matters and adjournment of hearing date; t/c with N. Baker regarding DIP financing review.	0.50	\$657.50
6/27/2016	Baker, Nicholas	review of DIP order and comparison to recent precedents	1.80	\$1,791.00
6/27/2016	Baker, Nicholas	drafting issues list EM to S. Qusba and M. Massel re DIP Order	0.60	\$597.00

Date	Name	Description	Hours	Amount
6/28/2016	Russell Jr, William T.	review payment information from debtors and emails STB team re same (.4)	0.40	\$526.00
6/28/2016	Russell Jr, William T.	review DIP and DIP Order provisions (.6)	0.60	\$789.00
6/28/2016	Lee, Hyang-Sook	Review DIP motion and agreement (2.30); email summary re: same (.80) review data room (.30).	3.40	\$3,621.00
6/28/2016	Baker, Nicholas	further review of DIP order for rights on non-consensual use	0.40	\$398.00
6/28/2016	Baker, Nicholas	tc w/ S. Lee re open issues on credit agreement and guarantees	0.30	\$298.50
6/28/2016	Baker, Nicholas	EM to Ropes & Gray summary of issues on DIP	0.20	\$199.00
6/28/2016	Baker, Nicholas	meeting w/ M. Massel, S. Qusba, W. Russel and J Baldwin re to do for objections on asset sale	0.90	\$895.50
6/29/2016	Qusba, Sandy	Review DIP financing precedents; review and comment on DIP order.	2.25	\$2,958.75
6/29/2016	Russell Jr, William T.	emails STB team re DIP issues (.9)	0.90	\$1,183.50
6/29/2016	Baker, Nicholas	meeting w/ S. Qusba re DIP order issues	0.30	\$298.50
6/29/2016	Baker, Nicholas	review of DIP order to prepare issues list for DIP lenders and Debtors	1.90	\$1,890.50
6/29/2016	Baker, Nicholas	t/c w/ A. Harris (Schulte Roth) counsel for DIP lenders and K. Simon (Latham) 2nd lien counsel re comments to DIP order	0.50	\$497.50
6/29/2016	Baker, Nicholas	drafting issues list for DIP lenders counsel	1.10	\$1,094.50
6/30/2016	Qusba, Sandy	Meetings with N. Baker regarding negotiations of DIP Order.	0.75	\$986.25
6/30/2016	Russell Jr, William T.	review revision to DIP order (.7)	0.70	\$920.50
6/30/2016	Baker, Nicholas	review of revised DIP order	0.50	\$497.50
7/1/2016	Qusba, Sandy	Finlaize DIP financing negotiation.	0.60	\$789.00
7/1/2016	Baker, Nicholas	further comments to DIP Order	0.20	\$199.00
7/5/2016	Qusba, Sandy	T/c with G. Galardi regarding budget; t/c with N. Baker regarding same.	0.70	\$920.50
7/5/2016	Russell Jr, William T.	Review revised DIP order (.3)	0.50	\$657.50
7/5/2016	Baker, Nicholas	review of finalized DIP order and comments to same	0.20	\$199.00
7/6/2016	Lee, Hyang-Sook	Review revised DIP agreement (.60); emails re: same (.20).	0.80	\$852.00
7/6/2016	Massel, Morris	Reviewing DIP order & CM order.	0.60	\$618.00
7/6/2016	Baker, Nicholas	t/c w/ A. Harris (SRZ) re update on material changes to APA and bid procedures	0.10	\$99.50
7/6/2016	Baker, Nicholas	EM to S. Qusba, W. Russell, M. Massel and J. Pall query on prepetition financing obligations of Hungarian entity	0.40	\$398.00
7/6/2016	Baker, Nicholas	drafting summary for S. Qusba of changes to DIP Order for purposes of hearing	0.30	\$298.50

Date	Name	Description	Hours	Amount
7/6/2016	Pall, Jonathan S.	T/C re: case; e-mails re: lien searches.	0.40	\$300.00
7/7/2016	Vacca, Tiffany	Reviewed lien search results and lien search summary chart from service company.	1.50	\$525.00
7/11/2016	Pall, Jonathan S.	Review security docs; e-mails re: same.	0.40	\$300.00
7/14/2016	Pall, Jonathan S.	T/C re: collateral (local counsel).	0.40	\$300.00
7/18/2016	Baker, Nicholas	Review of DIP credit agreement re date for delivering budget and Em to S. Qusba re delivery of estimate to G. Galardi (Ropes)	0.10	\$99.50
8/8/2016	Pall, Jonathan S.	Review security/collateral docs re: collateral review.	1.80	\$1,350.00
8/17/2016	Baker, Nicholas	drafting summary for STB group re finding on make-whole and case law	0.40	\$398.00
8/17/2016	Baker, Nicholas	review of 2nd Lien Loan Agreement for make-whole and review of relevant case law	1.10	\$1,094.50
8/18/2016	Baker, Nicholas	further drafting of EM describing make-whole issue	1.10	\$1,094.50
8/19/2016	Baker, Nicholas	finalizing memo re Make-Whole	0.30	\$298.50
8/19/2016	Baker, Nicholas	Review of revised Sale Order and EM to W. Russell re same	0.60	\$597.00
8/21/2016	Russell Jr, William T.	Review analysis re make whole issues (.5)	0.50	\$657.50
8/22/2016	Baker, Nicholas	t/c w/ J. Pall and G. Horvath (Dentons) re perfection issues	0.70	\$696.50
8/22/2016	Baker, Nicholas	research of recent case law on make-whole issue	1.10	\$1,094.50
8/22/2016	Pall, Jonathan S.	T/C re: collateral.	0.50	\$375.00
8/23/2016	Baker, Nicholas	research of cases on make-whole	4.30	\$4,278.50
8/24/2016	Baker, Nicholas	finalizing research on make-whole and drafting outline	2.90	\$2,885.50
8/25/2016	Baker, Nicholas	finalizing memo re make-whole payment	1.50	\$1,492.50
9/6/2016	Baker, Nicholas	review of first and second lien documents re authorization to borrow and obligors and guarantee terms	0.70	\$696.50
9/6/2016	Baker, Nicholas	review of payoff letter and t/c w/ S. Qusba re open questions re same (.5)	0.50	\$497.50
9/7/2016	Russell Jr, William T.	Emails debtors, STB team re DIP payoff issues (.3)	0.30	\$394.50
9/7/2016	Baker, Nicholas	t/c w 1st lien lender counsel re background on financing	0.30	\$298.50
9/14/2016	Pall, Jonathan S.	Review collateral docs; prepare collateral memo.	5.00	\$3,750.00
9/15/2016	Russell Jr, William T.	Review DIP payoff letters (.2)	0.20	\$263.00
9/15/2016	Pall, Jonathan S.	Prepare Collateral Memo; t/c re: same.	4.00	\$3,000.00
9/21/2016	Baker, Nicholas	response to S. Qusba query re status of 1st lien guarantees	0.10	\$99.50

Date	Name	Description	Hours	Amount
Total:			53.10	\$51,967.50

Timekeeper Category: 002724-0013 – Litigation: Contested Matters and Adversary Proceedings

Date	Name	Description	Hours	Amount
6/28/2016	Qusba, Sandy	Review E. Fisher's letter to Chambers regarding discovery for TRO litigation; review Debtors' response to same; meetign with B. Russell, M. Massel and Committee regarding same.	1.00	\$1,315.00
6/28/2016	Russell Jr, William T.	review correspondence re PI issues and t/c debtor re same (.3)	0.30	\$394.50
6/28/2016	Russell Jr, William T.	; confs, emails STB team re legal, factual and strategic issues including DIP, bid procedures and sale motion (1.9)	1.90	\$2,498.50
6/29/2016	Russell Jr, William T.	review debtors' response re request of creditor Boella for conference and review discovery requests re same (.8)	0.80	\$1,052.00
6/30/2016	Qusba, Sandy	Attend discovery dispute hearing between company and T. Bollea regarding extension of stay to N. Denton.	0.50	\$657.50
6/30/2016	Russell Jr, William T.	Hearing on creditor motion to compel discovery and confs Qusba, committee, debtors re same (1.1)	1.10	\$1,446.50
6/30/2016	Russell Jr, William T.	review 1st day transcript (.4)	0.40	\$526.00
6/30/2016	Baker, Nicholas	t/c w/ S. Qusba re update on hearing for TRO filed by Gawker (Gawker Media, LLC v. Huon, Case No. 16-ap-1085);	0.20	\$199.00
7/1/2016	Russell Jr, William T.	review first day transcript (.8)	0.80	\$1,052.00
7/5/2016	Russell Jr, William T.	Emails debtors, Bollea counsel re TRO discovery (.1)	0.30	\$394.50
7/6/2016	Qusba, Sandy	Prepare for Second Day Hearing on 7/7.	1.30	\$1,709.50
7/6/2016	Myers, Jonathan R.	Cite checked MOTION OF THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR AN ORDER PROVIDING THAT THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS IS NOT AUTHORIZED OR REQUIRED TO PROVIDE ACCESS TO CONFIDENTIAL INFORMATION OF THE DEBTORS OR TO PRIVILEGED INFORMATION.	2.20	\$1,067.00
7/6/2016	Crosskey, Stephanie	Interim Compensation Motion; Ordinary Course Professionals Motion; Noticing Agent Application; Prime Clerk	1.25	\$387.50

Date	Name	Description	Hours	Amount
		Retention Application; Opportune Retention Application; Ropes & Gray Retention Application; Houlihan Lokey Retention Application (Docket Numbers: 76, 74, 58 and 55).		
7/8/2016	Russell Jr, William T.	Review BolleaTRO opposition papers (.8)	0.80	\$1,052.00
7/11/2016	Russell Jr, William T.	Review debtors' TRO reply brief (.9)	0.90	\$1,183.50
7/11/2016	Russell Jr, William T.	Review depo transcripts from TRO litigation (.4)	0.40	\$526.00
7/11/2016	Baker, Nicholas	review of proof of claim filed by litigant Williams and EM to W. Russel, S. Qusba and M. Massel re same	0.30	\$298.50
7/11/2016	Baldwin, Jeffrey E.	Review briefing in adversary proceeding on extending stay and indemnification.	0.50	\$497.50
7/12/2016	Baldwin, Jeffrey E.	Draft outline of indemnity arguments (.70); call w/ J. Myers re: research on indemnity (.30); review indemnity case law (.60).	1.60	\$1,592.00
7/12/2016	Myers, Jonathan R.	Call with J. Baldwin re: indemnification public policy project.	0.70	\$339.50
7/14/2016	Baldwin, Jeffrey E.	Calls w/ J. Myers re: indemnification research.	0.30	\$298.50
7/14/2016	Myers, Jonathan R.	Researched indemnification of directors and officers.	6.90	\$3,346.50
7/15/2016	Russell Jr, William T.	Outline litigation issues and emails STB team re same (.8)	0.80	\$1,052.00
7/15/2016	Russell Jr, William T.	Review transcripts from TRO depositions (.9)	0.90	\$1,183.50
7/15/2016	Myers, Jonathan R.	Researched law on indemnification of directors and officers and emailed J. Baldwin with findings and resources.	5.40	\$2,619.00
7/18/2016	Russell Jr, William T.	Review TRO depositions and summaries(.9)	0.90	\$1,183.50
7/18/2016	Russell Jr, William T.	T/cs, email debtors re TRO hearing (.5)	0.50	\$657.50
7/18/2016	Baldwin, Jeffrey E.	Call w/ J. Heald re: research projects (.10); call w/ J. Myers re: research projects (.20).	0.30	\$298.50
7/18/2016	Baldwin, Jeffrey E.	Review terms of indemnity agreements (.60); review and research case law re: indemnification (2.40); draft outline re: indemnification (1.30).	4.30	\$4,278.50
7/18/2016	Myers, Jonathan R.	Call w J. Baldwin re: research issues	0.20	\$97.00
7/18/2016	Myers, Jonathan R.	Researched legal standard re: claims	1.30	\$630.50
7/19/2016	Russell Jr, William T.	TRO hearing and emails, confs STB team re same (7.1)	7.10	\$9,336.50
7/19/2016	Baldwin, Jeffrey E.	Draft/revise outline re: indemnification.	0.80	\$796.00
7/19/2016	Baldwin, Jeffrey E.	Review/revise legal research re: equitable remedies in bankruptcy court.	0.40	\$398.00

Date	Name	Description	Hours	Amount
7/19/2016	Baldwin, Jeffrey E.	Call w/ J. Myers re: indemnification research.	0.20	\$199.00
7/19/2016	Myers, Jonathan R.	Call with J. Baldwin re: research on subordination of indemnification claims.	0.70	\$339.50
7/20/2016	Baldwin, Jeffrey E.	Review research re: J. Bernstein decisions on indemnity (.30) and email W. Russel re: same (.10).	0.40	\$398.00
7/21/2016	Russell Jr, William T.	T/cs, emails Lesser re experts (.3)	0.30	\$394.50
7/21/2016	Baker, Nicholas	meeting S. Qusba, M. Massel, W. Russel and J. Baldwin re issues for investigation related to value allocation and assigning work streams	1.80	\$1,791.00
7/21/2016	Baker, Nicholas	Review of LLC Agreement for structure and officers/managers	0.20	\$199.00
7/21/2016	Myers, Jonathan R.	Completed and emailed research on fraudulent conveyance and substantive consolidation.	4.30	\$2,085.50
7/21/2016	Myers, Jonathan R.	Researched equitable subordination of indemnification claims.	1.00	\$485.00
7/22/2016	Myers, Jonathan R.	Research on equitable subordination of indemnity claims.	2.10	\$1,018.50
7/22/2016	Myers, Jonathan R.	Research on alter ego and parent-subsidiary theories.	1.10	\$533.50
7/25/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	6.50	\$2,015.00
7/26/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	6.50	\$2,015.00
7/27/2016	Russell Jr, William T.	Review Denton stay application (.7)	0.70	\$920.50
7/27/2016	Baldwin, Jeffrey E.	Review legal research memos and case law re: potential litigation issues (1.20).	1.20	\$1,194.00
7/27/2016	Myers, Jonathan R.	Researched Bankruptcy Code 327(e) case law.	2.80	\$1,358.00
7/27/2016	Myers, Jonathan R.	Researched in pari delicto defense and emailed J. Baldwin with findings.	3.70	\$1,794.50
7/27/2016	Myers, Jonathan R.	Call with J. Baldwin re: 327(e) research.	0.20	\$97.00
7/27/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	6.50	\$2,015.00
7/28/2016	Russell Jr, William T.	Review Bollea judgment, verdict form and other documents relevant to indemnification issues (.8)	0.80	\$1,052.00
7/28/2016	Baldwin, Jeffrey E.	Call w/ J. Myers re: research into potential litigation issues (.20); call w/ J. Heald re: research into potential litigation issues (.10).	0.30	\$298.50
7/28/2016	Myers, Jonathan R.	Researched 327(e) case law.	5.00	\$2,425.00
7/28/2016	Myers, Jonathan R.	Drafted email to W. Russell re: 327(e) law and pertinent case.	1.80	\$873.00

Date	Name	Description	Hours	Amount
7/28/2016	Myers, Jonathan R.	Drafted email with 327(e) findings to J. Baldwin.	1.00	\$485.00
7/28/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	\$930.00
7/29/2016	Myers, Jonathan R.	Pulled briefs for potential opposition to Debtors' proposed retention of attorneys.	0.60	\$291.00
7/29/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	\$930.00
7/30/2016	Russell Jr, William T.	Review recent filings from Bollea case (.7)	0.70	\$920.50
7/31/2016	Russell Jr, William T.	Review Huon filings (.4)	0.80	\$1,052.00
8/2/2016	Myers, Jonathan R.	Researched New York law on in pari delicto defense.	1.50	\$727.50
8/3/2016	Russell Jr, William T.	E-mails debtors, Deloitte, STB team re informational requests (.5)	0.50	\$657.50
8/3/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	\$930.00
8/5/2016	Myers, Jonathan R.	Researched defenses	1.10	\$533.50
8/6/2016	Russell Jr, William T.	Emails debtors, committee re Denton issues (.3)	0.30	\$394.50
8/6/2016	Myers, Jonathan R.	Researched Judge Bernstein's cases analyzing in pari delicto.	4.80	\$2,328.00
8/7/2016	Russell Jr, William T.	Emails debtors, committee re Denton issues (.4)	0.40	\$526.00
8/8/2016	Russell Jr, William T.	Review hearing and depo transcripts (1.1)	1.10	\$1,446.50
8/8/2016	Baldwin, Jeffrey E.	Email W. Russell re: indemnification research.	0.20	\$199.00
8/8/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	\$930.00
8/9/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	3.00	\$930.00
8/10/2016	Myers, Jonathan R.	Drafted email to J. Baldwin with update and cases regarding in pari delicto, and other issues.	4.50	\$2,182.50
8/10/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	6.00	\$1,860.00
8/11/2016	Crosskey, Stephanie	Upload Pleadings and Hearing Transcripts to SharePoint site.	5.50	\$1,705.00
8/17/2016	Russell Jr, William T.	Review papers from litigation.	0.60	\$789.00
8/18/2016	Russell Jr, William T.	Emails committee, Deloitte re debtors information (.8)	0.80	\$1,052.00
8/22/2016	Avila, Jennifer	Review docket and update electronic files as per S. Crosskey	2.00	\$620.00
8/23/2016	Avila, Jennifer	Review docket and update electronic files as per S. Crosskey	0.50	\$155.00

Date	Name	Description	Hours	Amount
8/24/2016	Russell Jr, William T.	Draft potential questions for Denton 341 hearing and emails Deloitte, STB team re same (.7)	0.70	\$920.50
8/24/2016	Delott, Steven R.	Call from W. Russell re Gawker issues, D&O insurance coverage.	0.30	\$319.50
8/25/2016	Russell Jr, William T.	T/cs, voicemails UST, debtors, STB team re questions from Denton bankruptcy (.4)	0.40	\$526.00
8/28/2016	Russell Jr, William T.	Emails Deloitte, STB team re info requests to debtors (.4)	0.40	\$526.00
8/29/2016	Russell Jr, William T.	Develop strategy w/ STB team (.3)	0.30	\$394.50
8/30/2016	Russell Jr, William T.	Emails debtors, Deloitte re information requests (.3)	0.30	\$394.50
8/30/2016	Delott, Steven R.	Review and analysis of D&O insurance policy, endorsements; draft summary of key provisions; further analysis.	3.30	\$3,514.50
8/30/2016	Myers, Jonathan R.	Call with J. Baldwin re research	0.20	\$97.00
8/31/2016	Russell Jr, William T.	Emails Deloitte, STB team re Hungarian assets (.4)	0.40	\$526.00
8/31/2016	Delott, Steven R.	Revisions to D&O insurance summary and forward to W. Russell.	0.50	\$532.50
9/1/2016	Russell Jr, William T.	Develop strategy for allocation and avoidance action issues w/ STB team (1.2)	1.20	\$1,578.00
9/1/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, S. Qusba and J. Heald re: discovery.	1.30	\$1,293.50
9/1/2016	Baldwin, Jeffrey E.	Review/analyze case law research re: potential contested issues.	2.90	\$2,885.50
9/2/2016	Avila, Jennifer	Review filed documents for inclusion in files as per S. Crosskey	2.00	\$620.00
9/6/2016	Baker, Nicholas	t/c w/ S. Qusba re validity of obligations and contribution claims	0.70	\$696.50
9/6/2016	Baldwin, Jeffrey E.	Analysis re: document requests.	1.20	\$1,194.00
9/7/2016	Baldwin, Jeffrey E.	Draft/revise document requests, and analysis for same.	2.30	\$2,288.50
9/7/2016	Baker, Nicholas	meeting w/ S. Qusba, W. Russel, J. Baldwin and M. Massel re issues on avoidance actions	1.60	\$1,592.00
9/7/2016	Avila, Jennifer	Review docket and manage electronic database as per R. Moonan	1.00	\$310.00
9/8/2016	Myers, Jonathan R.	Research for opposition.	1.50	\$877.50
9/8/2016	Myers, Jonathan R.	Compared committee confidentiality motions and emailed M. Massel	2.80	\$1,638.00
9/8/2016	Avila, Jennifer	Review latest filed documents as per R. Moonan	3.00	\$930.00
9/9/2016	Baldwin, Jeffrey E.	O/c w/ N. Baker et al. re: potential claims.	0.70	\$696.50

Date	Name	Description	Hours	Amount
9/9/2016	Heald, Julia E.	Meeting w/ S. Qusba, N. Baker, J. Baldwin, J. Myers re: avoidance action research	0.90	\$526.50
9/9/2016	Myers, Jonathan R.	drafted opposition	5.70	\$3,334.50
9/9/2016	Myers, Jonathan R.	strategy research meeting	0.70	\$409.50
9/12/2016	Baldwin, Jeffrey E.	Review/revise research items summary (.20); call w/ J. Myers re: research items (.20); review case law (.40).	0.80	\$796.00
9/12/2016	Heald, Julia E.	Rsch. re: potential avoidance actions	1.30	\$760.50
9/12/2016	Myers, Jonathan R.	edited and filed opposition	1.00	\$585.00
9/12/2016	Myers, Jonathan R.	calls with J. Baldwin re: research	0.30	\$175.50
9/13/2016	Qusba, Sandy	Attend court hearing regarding wage motion, Citron employment and Committee's motion regarding access to information.	1.30	\$1,709.50
9/13/2016	Myers, Jonathan R.	Legal research into potential claims.	3.90	\$2,281.50
9/14/2016	Massel, Morris	Revising info requests.	0.30	\$309.00
9/14/2016	Heald, Julia E.	Rsch. re: potential claims (3.3); t/c w/ J. Myers re: same (.5)	3.80	\$2,223.00
9/14/2016	Myers, Jonathan R.	Strategy research for potential claims.	1.20	\$702.00
9/14/2016	Myers, Jonathan R.	Call with J. Heald re strategy research	0.70	\$409.50
9/15/2016	Avila, Jennifer	Review latest filed documents as per R. Moonan	2.50	\$775.00
9/18/2016	Heald, Julia E.	Rsch. re: potential contested matters	2.00	\$1,170.00
9/18/2016	Myers, Jonathan R.	Research into strategic claims.	3.10	\$1,813.50
9/19/2016	Heald, Julia E.	Rsch. re: potential contested matters	0.20	\$117.00
9/19/2016	Myers, Jonathan R.	Research into strategic claims.	2.80	\$1,638.00
9/20/2016	Baldwin, Jeffrey E.	Email J. Myers and J. Heald re: research projects (.10).	0.10	\$99.50
9/20/2016	Myers, Jonathan R.	Research re potential claims	1.10	\$643.50
9/21/2016	Baldwin, Jeffrey E.	O/c w/ J. Heald and J. Myers re: legal research (1.00) and prep for same (.10); call w/ W. Russell re: Rule 2004 motion (.10); call w/ J. Myers re: Rule 2004 motion (.10); emails w/ J. Myers and J. Heald re: legal research (.20).	1.50	\$1,492.50
9/21/2016	Heald, Julia E.	Mtg. w/ J. Baldwin & J. Myers re: research on potential claims	1.00	\$585.00
9/21/2016	Myers, Jonathan R.	Research re potential claims	3.50	\$2,047.50
9/21/2016	Myers, Jonathan R.	Call w J. Baldwin potential motion	0.30	\$175.50
9/22/2016	Russell Jr, William T.	Analyze potential avoidance actions and emails, t/cs, STB team re same (1.1)	1.10	\$1,446.50
9/22/2016	Baldwin, Jeffrey E.	Legal research and review re: Rule 2004 motion (1.60); draft/revise Rule 2004 motion, order and notice (4.70); revise	7.60	\$7,562.00

Date	Name	Description	Hours	Amount
		document subpoena (.90); email W. Russell re: same (.10); review legal research by J. Heald (.20); email Deloitte re: document requests (.10).		
9/22/2016	Heald, Julia E.	Rsch. re: potential claims	5.20	\$3,042.00
9/22/2016	Myers, Jonathan R.	Research re strategy for potential claims	7.70	\$4,504.50
9/22/2016	Myers, Jonathan R.	Call with J. Baldwin re potential discovery motion	0.10	\$58.50
9/22/2016	Myers, Jonathan R.	Additions to potential discovery motion	1.70	\$994.50
9/23/2016	Russell Jr, William T.	Review and revise Rule 2004 motion and emails STB team re same .8)	0.80	\$1,052.00
9/23/2016	Baldwin, Jeffrey E.	O/c and emails w/ J. Myers re: legal research (.20);	0.20	\$199.00
9/23/2016	Myers, Jonathan R.	Finalized memorandum re legal standards and emailed N. Baker	1.70	\$994.50
9/23/2016	Avila, Jennifer	Review latest filed documents as per R. Moonan	1.00	\$310.00
9/26/2016	Qusba, Sandy	Review and comment on discovery motion; t/c with J. Baldwin regarding same.	0.80	\$1,052.00
9/26/2016	Massel, Morris	Reviewing 2004 motion & exhibits.	1.00	\$1,030.00
9/26/2016	Baldwin, Jeffrey E.	Draft 30(b)(6) subpoena topics (.80); revise Rule 2004 motion and order (.50); revise document subpoena (.50); emails w/ W. Russell et al. re: revised Rule 2004 motion documents (.20); email creditors committee re: Rule 2004 motion (.10); review case management order (.20).	2.30	\$2,288.50
9/26/2016	Myers, Jonathan R.	Call with J. Heald re research	0.10	\$58.50
9/26/2016	Myers, Jonathan R.	call w J. Baldwin re motion edits	0.10	\$58.50
9/26/2016	Myers, Jonathan R.	follow-up research re strategic claims	1.30	\$760.50
9/26/2016	Myers, Jonathan R.	cite checked draft motion	1.80	\$1,053.00
9/26/2016	Avila, Jennifer	Review latest filed documents as per R. Moonan	1.50	\$465.00
9/27/2016	Qusba, Sandy	Finalize discovery motion.	0.40	\$526.00
9/27/2016	Massel, Morris	Reviewing motion & related corresp.	0.30	\$309.00
9/27/2016	Baldwin, Jeffrey E.	Revise Rule 2004 motion and related exhibits (.80); emails w/ committee & Deloitte re: Rule 2004 motion (.20); oversee Rule 2004 filing (.20); draft letter to Judge Bernstein re: Rule 2004 hearing (1.20); prepare exhibits to Bernstein letter (.10); emails w/ W. Russell et al. re: Bernstein letter on Rule 2004 (.20).	2.70	\$2,686.50
9/27/2016	Heald, Julia E.	Rsch. re: potential claims	4.30	\$2,515.50

Date	Name	Description	Hours	Amount
9/28/2016	Baldwin, Jeffrey E.	Finalize and oversee filing of letter to Judge Bernstein re: Rule 2004 hearing (.30); analysis of claims against GMGI (.30) and email J. Heald re: same (.10).	0.70	\$696.50
9/28/2016	Heald, Julia E.	Rsch. re: potential claims	2.80	\$1,638.00
9/29/2016	Massel, Morris	Corresp. re: 2004 motion.	0.20	\$206.00
9/29/2016	Baldwin, Jeffrey E.	Draft order to show cause re: Rule 2004 hearing (.50); call w/ Chambers re: order to show cause (.10); emails w/ W. Russell et al. re Rule 2004 order to show cause (.10).	0.70	\$696.50
10/3/2016	Qusba, Sandy	T/c with R. Martin, B. Russell, J. Baldwin and G. Galardi regarding 2004 discovery request and confirmation discovery.	0.30	\$394.50
10/3/2016	Baldwin, Jeffrey E.	Attend call w/ Ropes & Gray re: Rule 2004 requests (.40) and prep for same (.10); review Rule 2004 Requests and Deloitte requests (.20) and draft chart of Rule 2004 requests and Deloitte requests (.70); draft/revise letter to Judge Bernstein re: Rule 2004 Request (.50); draft notice of withdrawal re: Rule 2004 request (.30); email w/ W. Russell et al. re: letter to Bernstein and draft notice of withdrawal (.20).	2.40	\$2,388.00
10/4/2016	Baldwin, Jeffrey E.	Revise/finalize charts of Rule 2004 requests and Deloitte requests (.40) and email Ropes & Gray re: same (.10).	0.50	\$497.50
10/7/2016	Myers, Jonathan R.	researched status of claims	2.50	\$1,462.50
10/8/2016	Myers, Jonathan R.	update on proofs of claims	0.20	\$117.00
10/10/2016	Massel, Morris	Analyzing potential claims.	0.60	\$618.00
10/12/2016	Russell Jr, William T.	Outline potential response to Rule 2004 motion and emails STB team re same (.6)	0.60	\$789.00
10/13/2016	Qusba, Sandy	Review Debtors' 2004 motion regarding P. Thiel.	0.80	\$1,052.00
10/13/2016	Russell Jr, William T.	T/c Massel re Rule 2004 issues (.2)	0.20	\$263.00
10/13/2016	Russell Jr, William T.	T/c debtors re Rule 2004 issues (.2)	0.20	\$263.00
10/13/2016	Baldwin, Jeffrey E.	Review Debtors' Rule 2004 motion and discovery requests (.40); draft/revise email to Ropes & Gray re: Committee and Deloitte document requests (.30).	0.70	\$696.50
10/13/2016	Baldwin, Jeffrey E.	Draft demand letter to Ropes & Gray re: Debtors causes of action and Committee standing.	2.80	\$2,786.00
10/13/2016	Myers, Jonathan R.	call w J. Baldwin re 2004 research	0.20	\$117.00

Date	Name	Description	Hours	Amount
10/13/2016	Myers, Jonathan R.	standing research	0.80	\$468.00
10/13/2016	Myers, Jonathan R.	2004 examination research	3.20	\$1,872.00
10/14/2016	Baldwin, Jeffrey E.	Call w/ J. Myers re: legal research related to Debtors' Rule 2004 motion.	0.20	\$199.00
10/14/2016	Baldwin, Jeffrey E.	Call w/ Deloitte re: valuation.	0.50	\$497.50
10/14/2016	Baldwin, Jeffrey E.	Revise demand letter to Debtors re: Committee standing (.30); emails w/ W. Russell, et al. re: demand letter (.20); email Committee re: demand letter (.10).	0.60	\$597.00
10/14/2016	Myers, Jonathan R.	research re Debtors' Rule 2004 motion	2.00	\$1,170.00
10/17/2016	Baldwin, Jeffrey E.	Calls w/ J. Heald re: standing motion (.20); review inter-company agreement (.20) and email W. Russell & S. Qusba re: same (.10); call w/ J. Myers re: Rule 2004 objection (.20); revise demand letter (.20); o/c w/ W. Russell & S. Qusba re: debtor claims (.40); review research re: vote designation (.30); draft Committee Second Request for Production to Debtors (1.30); draft Committee First Set of Interrogatories to Debtors (2.80).	5.40	\$5,373.00
10/17/2016	Heald, Julia E.	Corresp. w/ J. Baldwin re standing & adversary proceedings (.3); rsch. and draft standing motion (3.7)	4.00	\$2,340.00
10/17/2016	Myers, Jonathan R.	call w J. Baldwin re research	0.40	\$234.00
10/18/2016	Baldwin, Jeffrey E.	Finalize Committee demand letter (.20) and email Ropes & Gray re: same (.10); call w/ J. Myers re: Rule 2004 objection (.20).	0.50	\$497.50
10/18/2016	Heald, Julia E.	Rsch. and draft standing motion	6.30	\$3,685.50
10/18/2016	Myers, Jonathan R.	Drafting response to Rule 2004 motion	3.00	\$1,755.00
10/19/2016	Massel, Morris	Reviewing demand letter & related corresp.	0.30	\$309.00
10/19/2016	Massel, Morris	Internal mtg. re: litigation issues.	1.00	\$1,030.00
10/19/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, S. Qusba, et al. re: contested matters (1.30); calls w/ J. Heald & J. Myers re: Rule 2004 objection and standing motion (.30); revise Committee 2nd RFP & Committee ROGs (.30); email Deloitte re: Committee 2nd RFP & ROGs (.10); call w/ J. Heald re: documents produced by Debtors (.10); email W. Russell re: documents produced by Debtors (.20); email Deloitte re: documents produced	3.80	\$3,781.00

Date	Name	Description	Hours	Amount
		by Debtors (.20); review case law re: vote designation and standing (1.30).		
10/19/2016	Heald, Julia E.	Rsch. and draft standing motion (4.4); t/c w/ J. Baldwin, J. Myers re: same (.3); review docs received from debtors for board materials (.9)	5.60	\$3,276.00
10/19/2016	Myers, Jonathan R.	call re discovery w J. Baldwin	0.10	\$58.50
10/19/2016	Myers, Jonathan R.	call re further strategic research	0.10	\$58.50
10/19/2016	Myers, Jonathan R.	Drafting Rule 2004 response	2.00	\$1,170.00
10/20/2016	Qusba, Sandy	TC w/ M. Massel and D. Tabak re Debtors' 2004 motion and response (.4).	0.40	\$526.00
10/20/2016	Massel, Morris	Tc w/ D. Tabak & S. Qusba re: lit. issues.	0.50	\$515.00
10/20/2016	Massel, Morris	Ocs w/ S. Qusba re: potential claims.	0.60	\$618.00
10/20/2016	Baldwin, Jeffrey E.	Email Deloitte re: documents produced by Debtors (.10); finalize and serve on Debtors Committee 2nd RFP and ROGs (.30); calls w/ J. Myers re: Rule 2004 objection (.20); call w/ J. Heald re: claims against Denton and GMGI (.10); review Debtors' response to demand letter (.20); draft/revise objection to Debtors' Rule 2004 motion (6.30); review case law re: standing motion (1.40).	8.60	\$8,557.00
10/20/2016	Heald, Julia E.	Rsch. re: potential claims (2.6); rsch. and prep. standing motion (2.4)	5.00	\$2,925.00
10/20/2016	Myers, Jonathan R.	call with J. Baldwin re interrogatories	0.20	\$117.00
10/20/2016	Myers, Jonathan R.	edits to discovery requests	1.40	\$819.00
10/20/2016	Myers, Jonathan R.	strategic claims research	1.40	\$819.00
10/20/2016	Myers, Jonathan R.	additional research re Rule 2004 motion	1.70	\$994.50
10/21/2016	Qusba, Sandy	Review and comment on objection to Debtors' 2004 motion (1.1).	1.10	\$1,446.50
10/21/2016	Russell Jr, William T.	Review and revise Rule 2004 objection and emails STB team re same (.8)	0.80	\$1,052.00

Date	Name	Description	Hours	Amount
10/21/2016	Baldwin, Jeffrey E.	O/c w/ S. Qusba, W. Russell, M. Massell re: standing motion (.40); revise objection to Debtors Rule 2004 motion (.40); email W. Russell re: Rule 2004 objection (.10); comms. w/ J. Myers and J. Heald re: standing motion (.30); draft/revise Committee standing motion and review documents for same (7.40).	8.60	\$8,557.00
10/21/2016	Heald, Julia E.	Draft and rsch. standing motion (6.9); mtg. w/ J. Baldwin, M. Morris, S. Qusba re: same (.5); corresp. w/ J. Baldwin & J. Myers re: same (.7)	8.10	\$4,738.50
10/21/2016	Myers, Jonathan R.	Research for potential standing motion	4.00	\$2,340.00
10/23/2016	Russell Jr, William T.	Review revised 2004 objection (.4)	0.40	\$526.00
10/23/2016	Myers, Jonathan R.	Fact research for standing motion	1.70	\$994.50
10/24/2016	Qusba, Sandy	Review revised non-dischargeability stipulation w/ Debtor and correspondence w/ Comm members re same (.3).	0.30	\$394.50
10/24/2016	Baldwin, Jeffrey E.	Review letter from Debtors re: responses to Committee doc requests (.20); draft/revise Committee standing motion (5.80); review case law re: claims in standing motion (2.60).	8.60	\$8,557.00
10/24/2016	Heald, Julia E.	Rsch. re: potential claims	2.60	\$1,521.00
10/24/2016	Myers, Jonathan R.	standing motion research	4.50	\$2,632.50
10/25/2016	Baldwin, Jeffrey E.	Emails w/ D. Tabak re: Rule 2004 objection (.10); review bankruptcy filings for Rule 2004 objection (.30); revise Rule 2004 objection (.20); emails w/ W. Russell re: Rule 2004 objection (.20); call w/ Skadden re: Rule 2004 objection (.20); call w/ W. Russell re: discovery (.10); review J. Heald summary of documents (.20); review documents produced by Debtors in Data Room (1.80); draft response letter to Debtors' 10/24/2016 letter re: Committee document requests (1.60); draft/revise adversary proceeding complaints (1.10); revise standing motion per W. Russell comments (.80); review Debtor documents for standing motion (1.20).	7.80	\$7,761.00
10/25/2016	Heald, Julia E.	T/cs w/ J. Baldwin re: discovery	0.30	\$175.50
10/25/2016	Myers, Jonathan R.	pulled docket materials	0.10	\$58.50

Date	Name	Description	Hours	Amount
10/26/2016	Baldwin, Jeffrey E.	Review Rule 2004 objection (.10); revise/finalize response letter to 10/24/2016 letter from Debtors re: Committee doc requests (.20), and emails w/ W. Russell re: revisions to same (.20); draft/revise proposed adversary complaints (2.40); revise standing motion (.80).	3.70	\$3,681.50
10/26/2016	Myers, Jonathan R.	reviewed debtors' discovery responses	0.70	\$409.50
10/27/2016	Myers, Jonathan R.	reviewed emails re discovery	0.10	\$58.50
10/31/2016	Myers, Jonathan R.	reviewed liquidation plan and objections to Johnson and Huon claims.	0.40	\$234.00
12/1/2016	Qusba, Sandy	Attend hearing regarding claims objections for Huan, Williams, XP, and Johnson; meeting with M. Massel regarding same.	2.30	\$3,024.50
12/6/2016	Massel, Morris	Reviewing plan & objections (.5); Revising summary chart (.5).	1.00	\$1,030.00
12/6/2016	Moonan, Randy	Analyze filings related to plan objections.	1.20	\$930.00
12/7/2016	Massel, Morris	Reviewing objection summary.	0.50	\$515.00
12/8/2016	Massel, Morris	Corresp re: hearing.	0.20	\$206.00
12/8/2016	Endean, Jonathan E.	Prep. binder for confirmation hearing	0.70	\$339.50
12/9/2016	Massel, Morris	Reviewing conf. issues.	0.30	\$309.00
12/9/2016	Endean, Jonathan E.	Prep. binder for Confirmation Hearing	0.10	\$48.50
12/12/2016	Endean, Jonathan E.	Prepared binder for Gawker Confirmation Hearing	1.30	\$630.50
12/12/2016	Endean, Jonathan E.	Securing conference telephonic appearance for S. Qusba for Fee App Hearing for 12/15	1.30	\$630.50
12/13/2016	Endean, Jonathan E.	Secured ability to make a telephonic appearance for S. Qusba for fee app hearing on 12/15	0.50	\$242.50
Total:			395.25	\$284,523.00

Timekeeper Category: 002724-0014 – Meetings and Communications with Creditors

Date	Name	Description	Hours	Amount
6/26/2016	Qusba, Sandy	T/c with S. Ayyadurai regarding update on discussions with Debtors' counsel and Stalking Horse counsel; draft update correspondence on work streams to full committee; prepare for update call with full committee on weekend progress; t/c with full committee, B. Russell, M. Massel, N. Baker, S. MGovern and J.	3.00	\$3,945.00

Date	Name	Description	Hours	Amount
		Heald regarding bid procedures, critical vendor motion/order and financial advisors.		
6/26/2016	Massel, Morris	(Gawker) - Client call and prep. (1.6);	1.60	\$1,648.00
6/28/2016	Massel, Morris	(Gawker) - Prep. for banker pitches & client mtg. (1.0)	1.00	\$1,030.00
6/28/2016	Baker, Nicholas	EM to J. Heald re setting up recurring calls with Committee	0.10	\$99.50
6/29/2016	Qusba, Sandy	T/c with N. Baker, M. Massel, B. Russell and full committee regarding status of bid procedures, DIP financing, wages and next steps.	1.75	\$2,301.25
7/1/2016	Qusba, Sandy	Prepare for and lead call with full Committee, B. Russell, M. Massel, N. Baker and Deloitte team regarding open issues.	1.00	\$1,315.00
7/1/2016	Russell Jr, William T.	conf call w/ committee, Deloitte, STB team (1.2)	1.20	\$1,578.00
7/1/2016	Baldwin, Jeffrey E.	Attend creditor committee meeting (1.00);	1.00	\$995.00
7/2/2016	Heald, Julia E.	Corresp. w/ STB team and Committee re: standing call schedule	0.30	\$145.50
7/5/2016	Qusba, Sandy	T/c with full Committee, J. Baldwin, J. Heald, N. Baker, W. Russell, M. Massel and Deloitte team regarding July 7th hearing and asset sale process.	1.60	\$2,104.00
7/5/2016	Russell Jr, William T.	Committee telephonic meeting, prep for same and emails STB team, Deloitte re same (2.2)	2.30	\$3,024.50
7/5/2016	Russell Jr, William T.	Revise client memo re committee duties and emails STB team re same (.6)	0.80	\$1,052.00
7/5/2016	Massel, Morris	Committee call (1.8); Prep for call (.3).	2.50	\$2,575.00
7/5/2016	Baldwin, Jeffrey E.	Attend creditor committee meeting.	1.50	\$1,492.50
7/5/2016	Moonan, Randy	T/c/w unsecured creditors committee re wages and employee motion; bid procedures motions and hearing dates.	1.80	\$1,269.00
7/5/2016	Heald, Julia E.	t/c w/ Committee, STB team, Deloitte re: case status, committee bylaws, bid procedures, July 7 hearing	1.80	\$873.00
7/5/2016	Heald, Julia E.	Corresp. w/ S. Crosskey re: conference room reservations for call w/ committee, Deloitte	0.10	\$48.50
7/5/2016	Myers, Jonathan R.	Call with UCC regarding bid procedures, wage motion, calendar, committee bylaws, NDA, DIP, and sale.	2.10	\$1,018.50
7/7/2016	Russell Jr, William T.	Review agenda for committee meeting and emails STB team re same (.3)	0.30	\$394.50
7/7/2016	Heald, Julia E.	Prep. agenda for 7/8 committee call	0.20	\$97.00

Date	Name	Description	Hours	Amount
7/8/2016	Russell Jr, William T.	Prep for creditors committee meeting and emails, t/cs, Deloitte, STB team, committee members re same and re strategic issues (1.6)	1.60	\$2,104.00
7/8/2016	Russell Jr, William T.	Draft agenda for 7/11 committee meeting and emails STB team re same (.4)	0.40	\$526.00
7/8/2016	Massel, Morris	Committee call.	0.20	\$206.00
7/8/2016	Baker, Nicholas	t/c meeting w/ committee	0.70	\$696.50
7/8/2016	Moonan, Randy	T/c/w unsecured creditors committee re July 7 hearing overview; duties of the committee.	1.60	\$1,128.00
7/8/2016	Heald, Julia E.	t/c w/ committee, Deloitte, STB	2.30	\$1,115.50
7/8/2016	Myers, Jonathan R.	Call with UCC (placed on hold while members held a separate discussion on another line).	1.50	\$727.50
7/11/2016	Qusba, Sandy	T/c with full committee, M. Massel, W. Russell, N. Baker, L. Lesser, J. Baldwin and J. Heald regarding bid procedures and other 2nd day matters, core work streams, duties of committee and next steps.	1.50	\$1,972.50
7/11/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	1.00	\$995.00
7/11/2016	Moonan, Randy	T/c/w unsecured creditors committee re sale of assets; Mechanics of sale.	1.70	\$1,198.50
7/11/2016	Myers, Jonathan R.	Call with UCC to discuss IP issues, July 7 hearing (review), and prepetition investigation next steps.	0.80	\$388.00
7/11/2016	Heald, Julia E.	T/c w/ Committee, STB, Deloitte teams re: case status	1.10	\$533.50
7/13/2016	Qusba, Sandy	T/c with R. Manshi regarding process and next steps	0.50	\$657.50
7/13/2016	Heald, Julia E.	Draft agenda for 7/15 committee meeting (.2)	0.20	\$97.00
7/15/2016	Baker, Nicholas	meeting with Committee and update on Deloitte investigation process and summary of fraudulent conveyance and preference matters	1.40	\$1,393.00
7/15/2016	Baldwin, Jeffrey E.	Attend Creditors Committee meeting.	1.00	\$995.00
7/15/2016	Moonan, Randy	T/c/w unsecured creditors committee re sale of assets; pre-petition investigation.	1.30	\$916.50
7/15/2016	Heald, Julia E.	Mtg. w/ Committee, Deloitte, STB teams re: sale process, forensic accounting	1.30	\$630.50
7/18/2016	Russell Jr, William T.	Committee meeting and prep for same (.6)	0.60	\$789.00
7/18/2016	Massel, Morris	Committee call & follow-up.	0.60	\$618.00

Date	Name	Description	Hours	Amount
7/18/2016	Baker, Nicholas	update call w/ Committee (bar date order, IP issues and NDA status)	0.20	\$199.00
7/18/2016	Baldwin, Jeffrey E.	Attend creditors' committee meeting.	0.20	\$199.00
7/18/2016	Heald, Julia E.	T/c w/ Committee, Deloitte (.2); mtg. w/ STB (.4);	0.60	\$291.00
7/22/2016	Qusba, Sandy	Participate in bi-weekly full committee meeting.	1.70	\$2,235.50
7/22/2016	Russell Jr, William T.	Creditors committee meeting and prep for same (1.7)	1.70	\$2,235.50
7/22/2016	Baker, Nicholas	t/c w/ committee w/ M. Massel, J. Heald, W. Russel, S. Qusba and J. Baldwin, discussing IP issues, sale process, severance issues	1.00	\$995.00
7/22/2016	Baldwin, Jeffrey E.	Attend creditors' committee.	1.50	\$1,492.50
7/22/2016	Heald, Julia E.	Standing Committee call (1.5); mtg. w/ stb re: same (.2)	1.70	\$824.50
7/22/2016	Myers, Jonathan R.	Call with UCC	1.80	\$873.00
7/25/2016	Russell Jr, William T.	Committee meeting (.5)	0.50	\$657.50
7/25/2016	Baker, Nicholas	bi-weekly committee meeting and update on sale process and 341 meeting explanation	0.50	\$497.50
7/25/2016	Baldwin, Jeffrey E.	Attend Creditors Committee call.	0.60	\$597.00
7/25/2016	Heald, Julia E.	T/c w/ Committee, Deloitte, STB re: sale process, committee member NDA	0.50	\$242.50
7/25/2016	Myers, Jonathan R.	Call with UCC to discuss 1. Company's performance, the sale process, and forensic accounting; 2. July 28 Meeting of Creditors; 3. Committee Member NDA; and 4. Committee Chairperson.	0.50	\$242.50
7/27/2016	Qusba, Sandy	T/c with B. Russell regarding case update and sale process update.	0.20	\$263.00
7/29/2016	Qusba, Sandy	Full committee call; t/c with B. Russell regarding catch-up.	1.70	\$2,235.50
7/29/2016	Massel, Morris	Standing Committee call (1.3).	1.30	\$1,339.00
7/29/2016	Baker, Nicholas	update t/c w/ committee members re process on sale process and company special counsel retention application	0.50	\$497.50
7/29/2016	Baldwin, Jeffrey E.	Attend creditor committee meeting.	1.30	\$1,293.50
7/29/2016	Heald, Julia E.	Standing call w/ Committee, Deloitte, STB	1.40	\$679.00
7/29/2016	Myers, Jonathan R.	Call with creditors committee to discuss 1. 341 meeting, 2. company's performance, the sale process, and forensic accounting, 3. retention applications for special litigation counsel, and 4. reputational Issues.	1.00	\$485.00
8/1/2016	Qusba, Sandy	Full committee call.	0.20	\$263.00

Date	Name	Description	Hours	Amount
8/1/2016	Russell Jr, William T.	Committee meeting/call (.3)	0.30	\$394.50
8/1/2016	Massel, Morris	Weekly client call.	0.30	\$309.00
8/1/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	0.30	\$298.50
8/1/2016	Heald, Julia E.	Standing committee call	0.20	\$97.00
8/4/2016	Moonan, Randy	Draft confidential communications brief.	1.40	\$987.00
8/5/2016	Qusba, Sandy	Prepare for and participate in full committee call with M. Massel, J. Baldwin and J. Myers	1.00	\$1,315.00
8/5/2016	Massel, Morris	Committee call (1.1); Prep for call (.2).	1.30	\$1,339.00
8/5/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	1.00	\$995.00
8/5/2016	Myers, Jonathan R.	Call with committee	1.00	\$485.00
8/5/2016	Myers, Jonathan R.	Drafted agenda for next committee call.	0.10	\$48.50
8/8/2016	Qusba, Sandy	T/c with Full Committee, B. Russell, M. Massel, N. Baker, J. Baldwin and J. Myers	1.00	\$1,315.00
8/8/2016	Russell Jr, William T.	Committee meeting/call	1.00	\$1,315.00
8/8/2016	Baker, Nicholas	Weekly update t/c w/ Committee	1.00	\$995.00
8/8/2016	Baldwin, Jeffrey E.	Attend Unsecured Creditors Committee meeting.	1.00	\$995.00
8/8/2016	Myers, Jonathan R.	Updated agenda for call with committee; emailed committee with agenda.	0.30	\$145.50
8/8/2016	Myers, Jonathan R.	Call with Committee	1.00	\$485.00
8/12/2016	Massel, Morris	CLIENT TOTAL call (1.5); Prep for call (.3).	1.80	\$1,854.00
8/12/2016	Baldwin, Jeffrey E.	Attend call w/ creditors committee.	1.40	\$1,393.00
8/12/2016	Baker, Nicholas	weekly update with committee	1.10	\$1,094.50
8/15/2016	Russell Jr, William T.	Committee meeting/call (.7)	0.70	\$920.50
8/15/2016	Massel, Morris	Committee Standing call (.8); prep for call (.2).	1.00	\$1,030.00
8/15/2016	Baker, Nicholas	meeting w/ W. Russel, J. Myers, M. Massel and J. Baldwin re bids (.3)	0.30	\$298.50
8/15/2016	Baker, Nicholas	weekly update t/c w/ committee	0.60	\$597.00
8/15/2016	Baldwin, Jeffrey E.	Attend call w/ creditors committee re: case matters.	1.00	\$995.00
8/15/2016	Baldwin, Jeffrey E.	Attend call w/ creditors committee	0.50	\$497.50
8/15/2016	Myers, Jonathan R.	Call with committee	0.70	\$339.50
8/17/2016	Baldwin, Jeffrey E.	Attend call w/ creditors committee	0.50	\$497.50
8/17/2016	Myers, Jonathan R.	prep for committee call	0.30	\$145.50
8/19/2016	Massel, Morris	CLIENT TOTAL update call.	1.10	\$1,133.00
8/19/2016	Baker, Nicholas	update t/c w/ committee	0.90	\$895.50
8/19/2016	Baldwin, Jeffrey E.	Attend creditors committee call.	1.00	\$995.00
8/19/2016	Heald, Julia E.	Standing t/c w/ Committee, Deloitte, STB	1.00	\$485.00

Date	Name	Description	Hours	Amount
8/22/2016	Massel, Morris	Update call w/ client (1.0); Prep for call (.2).	1.20	\$1,236.00
8/22/2016	Baker, Nicholas	Weekly update t/c w/ Committee and discussion of make-whole and next steps	1.00	\$995.00
8/22/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	1.00	\$995.00
8/25/2016	Myers, Jonathan R.	Emailed agenda to committee.	0.10	\$48.50
8/26/2016	Qusba, Sandy	Prepare for and participate in full committee call	0.60	\$789.00
8/26/2016	Baker, Nicholas	Bi-weekly update t/c w/ committee	0.50	\$497.50
8/26/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	0.50	\$497.50
8/26/2016	Heald, Julia E.	Standing call w/ Committee, Deloitte, STB	0.50	\$242.50
8/29/2016	Qusba, Sandy	T/c with full committee	0.40	\$526.00
8/29/2016	Russell Jr, William T.	Committee meetings/call and prep for same (.4)	0.40	\$526.00
8/29/2016	Baker, Nicholas	t/c w/ Gawker committee, weekly update (.3)	0.30	\$298.50
8/29/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	0.90	\$895.50
8/29/2016	Heald, Julia E.	Standing t/c w/ Committee, Deloitte, STB	0.30	\$145.50
9/1/2016	Heald, Julia E.	Review case docket and update case calendar, draft agenda for 9/2 call	0.20	\$117.00
9/2/2016	Russell Jr, William T.	Committee meetings/call (1.2)	1.20	\$1,578.00
9/2/2016	Baker, Nicholas	t/c w/ committee re bi-weekly update	1.00	\$995.00
9/2/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	0.80	\$796.00
9/2/2016	Myers, Jonathan R.	Call with committee.	1.10	\$643.50
9/6/2016	Myers, Jonathan R.	Call with J. Heald re committee call.	0.40	\$234.00
9/8/2016	Russell Jr, William T.	T/cs, emails committee members re various issues (1.1)	1.10	\$1,446.50
9/8/2016	Baker, Nicholas	t/c w/ committee member re update on meeting w/ Ropes and follow up discussion w/ W. Russel and S. Qusba	1.00	\$995.00
9/8/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 9/9 committee call	0.30	\$175.50
9/9/2016	Qusba, Sandy	T/c with Committee and FTI regarding allocation issues, retention issues and next steps.	0.60	\$789.00
9/9/2016	Russell Jr, William T.	Committee meeting/call (1.1)	1.10	\$1,446.50
9/9/2016	Massel, Morris	Committee call & follow-up on strategic issues.	1.70	\$1,751.00
9/9/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	1.00	\$995.00
9/9/2016	Baker, Nicholas	weekly t/c w/ committee re update on sale process	1.10	\$1,094.50
9/9/2016	Heald, Julia E.	Standing t/c w/ Committee, Deloitte, STB	0.90	\$526.50

Date	Name	Description	Hours	Amount
9/12/2016	Massel, Morris	Creditor corresp. re: bar date.	0.20	\$206.00
9/15/2016	Heald, Julia E.	Review docket and update case calendar; draft agenda for 9/16 call	0.30	\$175.50
9/16/2016	Qusba, Sandy	Meeting with Full Committee	0.80	\$1,052.00
9/16/2016	Russell Jr, William T.	Committee meeting/call (1.4)	1.40	\$1,841.00
9/16/2016	Russell Jr, William T.	T/cs, emails committee members re various issues (.6)	0.60	\$789.00
9/16/2016	Massel, Morris	CLIENT TOTAL call.	1.50	\$1,545.00
9/16/2016	Baker, Nicholas	update t/c w/ committee	1.30	\$1,293.50
9/16/2016	Heald, Julia E.	Standing call w/ Committee, Deloitte, STB	1.40	\$819.00
9/18/2016	Russell Jr, William T.	Emails committee members (.2)	0.20	\$263.00
9/19/2016	Myers, Jonathan R.	Forwarding transcripts to client; obtaining copy of transcript.	0.80	\$468.00
9/22/2016	Heald, Julia E.	Review docket and update case calendar (.2); draft agenda for 9/23 call with committee (.2)	0.40	\$234.00
9/23/2016	Qusba, Sandy	T/c with Committee and Deloitte regarding plan, timing and next steps.	1.40	\$1,841.00
9/23/2016	Massel, Morris	Committee call & pre-calls w/ committee members.	1.50	\$1,545.00
9/23/2016	Baldwin, Jeffrey E.	Attend creditors committee meeting.	1.40	\$1,393.00
9/23/2016	Myers, Jonathan R.	Attended call with committee members.	1.40	\$819.00
9/26/2016	Russell Jr, William T.	T/cs committee re various issues (.8)	0.80	\$1,052.00
9/26/2016	Massel, Morris	Committee call & follow-up.	1.00	\$1,030.00
9/26/2016	Baldwin, Jeffrey E.	Attend creditors committee call.	0.80	\$796.00
9/27/2016	Massel, Morris	CLIENT TOTAL call w/ Deloitte.	1.00	\$1,030.00
9/29/2016	Heald, Julia E.	Review docket and update case calendar, prep. agenda for 9/30 committee call	0.40	\$234.00
9/30/2016	Qusba, Sandy	T/c with Committee and Deloitte, J. Heald, B. Russell and J. Endean	1.20	\$1,578.00
9/30/2016	Russell Jr, William T.	Committee call/meeting.	1.00	\$1,315.00
9/30/2016	Baker, Nicholas	t/c w/ committee re allocation issues	0.50	\$497.50
9/30/2016	Baldwin, Jeffrey E.	Attend creditors committee conference call.	1.00	\$995.00
10/5/2016	Qusba, Sandy	T/c with Committee regarding plan structure and status conference hearing; t/c with S. Ayyadurai and A. Terril regarding same.	1.60	\$2,104.00
10/5/2016	Baldwin, Jeffrey E.	Attend call w/ creditors committee re: proposed plan.	1.00	\$995.00
10/5/2016	Endean, Jonathan E.	Call with Committee regarding proposal by Ropes.	0.90	\$436.50
10/7/2016	Qusba, Sandy	Status update on plan negotiations.	0.30	\$394.50

Date	Name	Description	Hours	Amount
10/7/2016	Russell Jr, William T.	Committee call/meeting	0.30	\$394.50
10/7/2016	Baldwin, Jeffrey E.	Attend weekly creditors committee call.	0.50	\$497.50
10/7/2016	Endean, Jonathan E.	Preparation for and participation in weekly call with committee	0.40	\$194.00
10/11/2016	Russell Jr, William T.	T/cs, emails committee members re various issues (.8)	0.80	\$1,052.00
10/14/2016	Qusba, Sandy	T/c with Committee and Deloitte regarding plan negotiation status and litigation issues.	1.00	\$1,315.00
10/14/2016	Russell Jr, William T.	Committee emails, calls/meeting (.9)	0.90	\$1,183.50
10/14/2016	Massel, Morris	Committee call.	1.00	\$1,030.00
10/14/2016	Baldwin, Jeffrey E.	Attend weekly creditors committee call.	0.80	\$796.00
10/14/2016	Myers, Jonathan R.	committee call	0.70	\$409.50
10/14/2016	Endean, Jonathan E.	Weekly conference call with Cmtty	0.80	\$388.00
10/17/2016	Russell Jr, William T.	T/cs, emails committee re strategic issues (1.3)	1.30	\$1,709.50
10/17/2016	Baldwin, Jeffrey E.	Emails w/ Creditors Committee re: draft demand letter (.20); call w/ Creditors Committee re: demand letter (.60).	0.80	\$796.00
10/17/2016	Heald, Julia E.	T/c w/ Committee, STB re: adversary proceedings	0.70	\$409.50
10/17/2016	Endean, Jonathan E.	T/c with Committee re: litigation strategy	0.70	\$339.50
10/18/2016	Russell Jr, William T.	Emails committee, STB team re strategy issues (.4)	0.40	\$526.00
10/21/2016	Qusba, Sandy	Prepare for and participate in full Committee meeting re plan status, allocation issues and demand letter and response (.4).	0.40	\$526.00
10/21/2016	Russell Jr, William T.	Committee meeting/call (.5)	0.50	\$657.50
10/21/2016	Massel, Morris	Committee call.	0.50	\$515.00
10/21/2016	Baldwin, Jeffrey E.	Call w/ Creditors Committee (.60); email Creditors Committee re: Rule 2004 objection (.10).	0.70	\$696.50
10/21/2016	Heald, Julia E.	Committee call	0.50	\$292.50
10/21/2016	Endean, Jonathan E.	Weekly call with Committee of Unsecured Creditors	0.40	\$194.00
10/23/2016	Russell Jr, William T.	T/c committee member, Deloitte, STB team re allocation issues (1.0)	1.00	\$1,315.00
10/25/2016	Russell Jr, William T.	T/cs, emails committee re Deloitte retention issues (.6)	0.60	\$789.00
10/25/2016	Russell Jr, William T.	T/cs committee members re various issues (.7)	0.70	\$920.50
10/27/2016	Russell Jr, William T.	Review disclosure statement objection and emails STB team re same (1.1)	1.10	\$1,446.50

Date	Name	Description	Hours	Amount
10/28/2016	Qusba, Sandy	TC w/ full Committee re various settlements and plan issues (1.0); tc w/ D. Tabak (numerous) re various plan issues and next steps (.8).	1.80	\$2,367.00
10/28/2016	Russell Jr, William T.	Committee call/meetings.	0.70	\$920.50
10/28/2016	Massel, Morris	Client call.	1.00	\$1,030.00
10/28/2016	Baldwin, Jeffrey E.	Attend creditors committee weekly call.	0.90	\$895.50
10/28/2016	Heald, Julia E.	T/c w/ Committee, Deloitte, STB	1.20	\$702.00
10/28/2016	Endean, Jonathan E.	Weekly meeting with Committee of Unsecured Creditors	0.90	\$436.50
10/30/2016	Russell Jr, William T.	Telephone call, emails Committee members re plan issues.	0.30	\$394.50
10/31/2016	Russell Jr, William T.	Revise note to clients re revised plan.	0.30	\$394.50
10/31/2016	Russell Jr, William T.	Telephone calls Committee members re various issues.	1.20	\$1,578.00
11/1/2016	Qusba, Sandy	T/c with full Committee regarding Plan and Disclosure Statement and next steps; t/c with T. Vasallo regarding plan issues.	0.80	\$1,052.00
11/1/2016	Russell Jr, William T.	Emails, t/cs committee re plan and disclosure statement issues (.9)	0.90	\$1,183.50
11/1/2016	Massel, Morris	Client call (.6); Prep for call (.2).	0.80	\$824.00
11/1/2016	Baldwin, Jeffrey E.	Call w/ Creditors Committee re: disclosure statement.	0.50	\$497.50
11/1/2016	Endean, Jonathan E.	Call w/ cmty re: revised disclosure statement and plan	0.50	\$242.50
11/4/2016	Russell Jr, William T.	T/cs committee members re various issues (.4)	0.40	\$526.00
11/4/2016	Massel, Morris	Committee call and prep.	0.80	\$824.00
11/4/2016	Heald, Julia E.	T/c w/ Committee, Deloitte, STB	0.50	\$292.50
11/4/2016	Endean, Jonathan E.	Weekly meeting with cmty	0.50	\$242.50
11/18/2016	Qusba, Sandy	T/c with full Committee regarding claims objections and responses, estimation procedures, plan process and fee applications.	0.80	\$1,052.00
11/18/2016	Russell Jr, William T.	Committee meeting/calls.	0.80	\$1,052.00
11/18/2016	Massel, Morris	Client call & follow-up.	1.00	\$1,030.00
11/18/2016	Heald, Julia E.	T/c w/ Committee, Deloitte, STB	0.60	\$351.00
11/18/2016	Endean, Jonathan E.	Weekly call w/ cmty.	0.50	\$242.50
11/21/2016	Russell Jr, William T.	Telephone calls emails committee re various issues.	0.90	\$1,183.50
12/1/2016	Russell Jr, William T.	Committee meeting/call (.6)	0.60	\$789.00
12/1/2016	Massel, Morris	Committee Meeting & related prep.	0.80	\$824.00
12/1/2016	Heald, Julia E.	T/c w/ Committee, STB, Deloitte	0.70	\$409.50

Date	Name	Description	Hours	Amount
12/1/2016	Endean, Jonathan E.	Cmty call re: 12/1 omnibus hrg	0.70	\$339.50
12/5/2016	Russell Jr, William T.	T/cs, emails committee members re various issues (.9)	0.90	\$1,183.50
12/7/2016	Russell Jr, William T.	T/cs, emails committee members re various issues (.4)	0.40	\$526.00
Total:			181.45	\$177,816.25

Timekeeper Category: 002724-0015 – Non-Working Travel

Date	Name	Description	Hours	Amount
7/28/2016	Myers, Jonathan R.	Travel to 341 meeting.	0.50	\$242.50
8/25/2016	Baldwin, Jeffrey E.	Travel to and from N. Denton 341 hearing.	0.70	\$696.50
11/3/2016	Massel, Morris	Travel to & from Court.	0.35	\$360.50
12/15/2016	Massel, Morris	Travel to and from hearing.	1.00	\$1,030.00
Total:			2.55	\$2,329.50

Timekeeper Category: 002724-0016 – Plan and Disclosure Statement

Date	Name	Description	Hours	Amount
9/7/2016	Russell Jr, William T.	T/c Committee members re plan and sale issues (.4)	0.40	\$526.00
9/8/2016	Qusba, Sandy	Meeting with J. Doyle, B. Russell, J. Baldwin, G. Galardi, W. Holden, etc. regarding allocation and plan issues; t/c with B. Russell, J. Baldwin, J. Doyle regarding recap of same; t/c with D. Tabak, B. Russell, M. Massel and N. Baker regarding allocation issues.	2.30	\$3,024.50
9/9/2016	Russell Jr, William T.	T/c debtors re allocation issues (.2)	0.20	\$263.00
9/9/2016	Russell Jr, William T.	T/c Deloitte, Baker re allocation issues (.6)	0.60	\$789.00
9/19/2016	Baker, Nicholas	review of Ropes EM re plan filing	0.10	\$99.50
9/21/2016	Qusba, Sandy	T/c with G. Galardi, M. Ross, M. Massel and B. Russell regarding plan process, timeline and related discovery.	0.50	\$657.50
9/21/2016	Russell Jr, William T.	T/c debtors re case status and plan issues (.6)	0.60	\$789.00
9/21/2016	Russell Jr, William T.	T/cs, emails STB team re plan and confirmation strategy and discovery issues (.8)	0.80	\$1,052.00
9/22/2016	Russell Jr, William T.	Revise discovery requests to debtors re allocation and intercompany issues (.8)	0.80	\$1,052.00
9/22/2016	Russell Jr, William T.	Review allocation scenarios w/ Deloitte, STB (.6)	0.60	\$789.00
9/23/2016	Russell Jr, William T.	Review Deloitte allocation analysis (.7)	0.70	\$920.50

Date	Name	Description	Hours	Amount
9/24/2016	Russell Jr, William T.	Review allocation analysis (.3)	0.30	\$394.50
9/25/2016	Russell Jr, William T.	Review allocation w/ committee, Deloitte, STB team and emails re same (1.0)	1.00	\$1,315.00
9/25/2016	Russell Jr, William T.	Emails STB team re allocation and plan strategy issues (.6)	0.60	\$789.00
9/26/2016	Russell Jr, William T.	Revise draft discovery and Rule 2004 motion and emails STB re same (.6)	0.60	\$789.00
9/27/2016	Russell Jr, William T.	Revise Rule 2004 motion and emails committee, STB team re same (.4)	0.40	\$526.00
9/27/2016	Russell Jr, William T.	Review debtor response to information requests and emails STB team re same (.5)	0.50	\$657.50
9/27/2016	Russell Jr, William T.	Emails, t/cs Debtors, STB team re draft plan (.5)	0.50	\$657.50
9/27/2016	Russell Jr, William T.	T/cs w/ committee, Deloitte, STB team re allocation analysis issues (1.0)	1.00	\$1,315.00
9/27/2016	Baker, Nicholas	review of waterfall analysis sent by R&G	0.20	\$199.00
9/28/2016	Qusba, Sandy	Meeting with M. Massel, B. Doyle, J. Goldstein, W. Holden, G. Galardi, R. Martin and others regarding plan, waterfall and allocation; meeting with J. Goldstein, M. Massel and B. Doyle regarding recap; meeting with B. Russell regarding same.	2.30	\$3,024.50
9/28/2016	Russell Jr, William T.	Confs, t/cs, emails STB team, Deloitte, debtors, committee re plan and allocation issues (2.3)	2.30	\$3,024.50
9/28/2016	Russell Jr, William T.	Review draft plan (.9)	0.90	\$1,183.50
9/28/2016	Massel, Morris	Reviewing plan draft & related corresp. (1.4); Internal mtg. re: plan issues (1.8).	3.20	\$3,296.00
9/28/2016	Baker, Nicholas	meeting w/ W. Russel, J. Baldwin, M. Massel and S. Qusba re potential allocation results	1.70	\$1,691.50
9/29/2016	Russell Jr, William T.	T/c w/ Debtors, Deloitte re tax issues (.6)	0.60	\$789.00
9/29/2016	Russell Jr, William T.	Analyze plan allocation issues w/ Deloitte and STB team (.8)	0.80	\$1,052.00
9/29/2016	Russell Jr, William T.	T/c Debtors re allocation issues (.5)	0.50	\$657.50
9/29/2016	Russell Jr, William T.	Analyze confirmation issues and t/cs, emails committee, STB team re same (1.1)	1.10	\$1,446.50
9/30/2016	Russell Jr, William T.	Analyze allocation scenarios (.9); t/cs, e-mails debtors re plan and related issues (.4); t/cs, e-mails committee members and counsel, Deloitte, STB team re plan, confirmation and allocation issues (2.4).	3.70	\$4,865.50

Date	Name	Description	Hours	Amount
10/3/2016	Russell Jr, William T.	T/c Debtors re Rule 2004 exams and confirmation discovery issues (.4); review Deloitte analysis of info provided by debtors (.5); revise letter to Court and draft notice re Rule 2004 motion and e-mails STB team re same (.6); revise markup of 2004 discovery for debtors and e-mails Baldwin re same (.4).	1.90	\$2,498.50
10/4/2016	Russell Jr, William T.	Review Gawker corporate records (.4)	0.40	\$526.00
10/5/2016	Qusba, Sandy	T/c with G. Galardi, R. Martin and B. Russell regarding structural issues and status conference.	0.80	\$1,052.00
10/5/2016	Russell Jr, William T.	Review Plan waterfall and distribution information from debtors (.8)	0.80	\$1,052.00
10/5/2016	Russell Jr, William T.	Emails, t/cs debtors re plan issues (.8)	0.80	\$1,052.00
10/5/2016	Russell Jr, William T.	Emails, confs, t/cs committee, STB team re plan re allocation issues (2.4)	2.40	\$3,156.00
10/5/2016	Massel, Morris	Reviewing plan models (.6); Calls w/ Ropes & UCC members re: plan issues (1.3); Corresp. w/ clients & internally re: same (.3); Committee call re: plan (1.0).	4.20	\$4,326.00
10/6/2016	Russell Jr, William T.	Emails Deloitte, debtors re info requests (.3)	0.30	\$394.50
10/6/2016	Russell Jr, William T.	T/c debtors re plan issues (.5)	0.50	\$657.50
10/6/2016	Russell Jr, William T.	Emails, t/cs Massel, Deloitte re retention issues (.6)	0.60	\$789.00
10/7/2016	Massel, Morris	Call w/ W. Russell re: status (.2); Oc w/ S. Qusba re: strategy (.4); Committee call (.5).	1.10	\$1,133.00
10/10/2016	Russell Jr, William T.	T/c Deloitte re allocation issues (.2)	0.20	\$263.00
10/11/2016	Russell Jr, William T.	T/c Debtors re plan issues (.2)	0.20	\$263.00
10/11/2016	Russell Jr, William T.	Emails STB team re plan issues (.3)	0.30	\$394.50
10/12/2016	Russell Jr, William T.	Analyze plan term sheet and emails STB team re same (.6)	0.60	\$789.00
10/13/2016	Qusba, Sandy	Meeting with M. Massel, B. Russell and J. Baldwin regarding plan term sheet and litigation issues.	1.00	\$1,315.00
10/13/2016	Russell Jr, William T.	Revise correspondence w/ debtor and emails STB team re same (.2)	0.20	\$263.00
10/13/2016	Russell Jr, William T.	Review status of info requests to debtor (.3)	0.30	\$394.50
10/13/2016	Russell Jr, William T.	Analyze plan issues w/ STB team (1.4)	1.40	\$1,841.00

Date	Name	Description	Hours	Amount
10/13/2016	Massel, Morris	Tc w/ Ropes re: term sheet (.2); Internal mtg. re: same (1.0); Revising term sheet (2.6).	3.80	\$3,914.00
10/13/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, S. Qusba & M. Massel re: plan issues & term sheet.	1.50	\$1,492.50
10/14/2016	Qusba, Sandy	T/c with B. Russell and Deloitte team regarding various issues, including allocation; review and comment on term sheet regarding plan modifications.	1.80	\$2,367.00
10/14/2016	Russell Jr, William T.	Revise plan term sheet and emails STB team re same (.5)	0.50	\$657.50
10/14/2016	Russell Jr, William T.	T/c Deloitte re valuation issues (.5)	0.50	\$657.50
10/14/2016	Russell Jr, William T.	T/cs, emails STB team re plan issues (.9)	0.90	\$1,183.50
10/14/2016	Massel, Morris	Call w/ Deloitte re: valuation & plan discovery.	0.50	\$515.00
10/14/2016	Massel, Morris	Call w/ R. Martin re: settlement term sheet (1.0); Revising term sheet & related corresp.	1.80	\$1,854.00
10/14/2016	Endean, Jonathan E.	Reviewed settlement term sheet	0.20	\$97.00
10/14/2016	Endean, Jonathan E.	T/c w/ R. Martin re: settlement term sheet	0.80	\$388.00
10/17/2016	Russell Jr, William T.	Emails Baldwin, Deloitte re discovery to serve on the debtors	0.50	\$657.50
10/19/2016	Qusba, Sandy	Meeting w/ Bill Russell, M. Massel, J. Endean and J. Baldwin re objection, discovery and litigation strategy (1.0).	1.00	\$1,315.00
10/19/2016	Russell Jr, William T.	Revise discovery requests to debtors and emails Baldwin re same (.9)	0.90	\$1,183.50
10/19/2016	Russell Jr, William T.	Review and analyze disclosure statement (.9)	0.90	\$1,183.50
10/19/2016	Russell Jr, William T.	Analyze strategic issues re confirmation and related issues w/ STB team (.1.4)	1.40	\$1,841.00
10/19/2016	Massel, Morris	Analyzing Plan/DS (1.5); Drafting OS objection outline (23.5).	5.00	\$5,150.00
10/19/2016	Endean, Jonathan E.	Rev. and analyzed Debtor's disclosure statement	3.40	\$1,649.00
10/20/2016	Russell Jr, William T.	Emails committee, Deloitte, STB team re allocation issues (.9)	0.90	\$1,183.50
10/20/2016	Massel, Morris	Oc w/ J. Endean re: DS objection.	0.70	\$721.00
10/20/2016	Massel, Morris	Researching & drafting DS outline.	3.40	\$3,502.00
10/20/2016	Endean, Jonathan E.	Mtg w/ M. Massel re: response to disclosure statement	0.90	\$436.50
10/20/2016	Endean, Jonathan E.	Research and analysis of disclosure statement	1.00	\$485.00

Date	Name	Description	Hours	Amount
10/20/2016	Endean, Jonathan E.	Research and drafting response to disclosure statement	2.20	\$1,067.00
10/21/2016	Qusba, Sandy	TC (numerous) w/ J. Doyle re allocation analysis (.4).	0.40	\$526.00
10/21/2016	Russell Jr, William T.	T/cs, emails STB, Deloitte, committee re tax and allocation issues (1.2)	1.20	\$1,578.00
10/21/2016	Massel, Morris	Oc w/ J. Endean re: DS obligation (.70); Multiple tcs w/ Ropes, S. Qusba & Deloitte, B. Russell re: Plan & tax issues (1.8); Analyzing Plan issues (.5).	3.00	\$3,090.00
10/21/2016	Endean, Jonathan E.	Meetings with S. Qusba, J. Baldwin, M. Massel re: litigation strategy and disclosure statement objection	1.70	\$824.50
10/21/2016	Endean, Jonathan E.	Worked on draft of disclosure statement objection	3.20	\$1,552.00
10/21/2016	Endean, Jonathan E.	Worked on disclosure statement objection	1.10	\$533.50
10/22/2016	Endean, Jonathan E.	Worked on draft of disclosure statement objection	1.90	\$921.50
10/23/2016	Qusba, Sandy	Review Deloitte allocation material (.7); tc w/ D. Tabak, B. Russell and Deloitte team re allocation and plan process (1.4).	2.10	\$2,761.50
10/23/2016	Russell Jr, William T.	Analyze Deloitte allocation scenarios (.7)	0.70	\$920.50
10/23/2016	Massel, Morris	Revising DS objection & related tc w/ J. Endean.	2.80	\$2,884.00
10/23/2016	Endean, Jonathan E.	Rev. comments re: opposition to disclosure statement	0.20	\$97.00
10/23/2016	Endean, Jonathan E.	Call with M. Massel re: opposition to disclosure statement	0.20	\$97.00
10/24/2016	Russell Jr, William T.	Review correspondence from debtors re confirmation discovery and emails STB team re same (.4)	0.40	\$526.00
10/24/2016	Russell Jr, William T.	Review IP allocation analysis and emails Deloitte, STB team re same (.7)	0.70	\$920.50
10/24/2016	Russell Jr, William T.	Review disclosure statement (.9)	0.90	\$1,183.50
10/24/2016	Russell Jr, William T.	Analyze Deloitte allocation scenarios and emails Deloitte, STB team, committee members re same (.9)	0.90	\$1,183.50
10/24/2016	Endean, Jonathan E.	Worked on researching and drafting the objection to disclosure statement motion	0.50	\$242.50
10/24/2016	Endean, Jonathan E.	Worked on researching and drafting the objection to disclosure statement motion	6.20	\$3,007.00
10/25/2016	Qusba, Sandy	Review and comment on draft objection and review cases re same (3.6).	3.60	\$4,734.00

Date	Name	Description	Hours	Amount
10/25/2016	Russell Jr, William T.	Review preliminary allocation analysis and emails STB team re same (.6)	0.60	\$789.00
10/25/2016	Russell Jr, William T.	Emails, correspondence w/ Debtors re confirmation discovery issues (.8)	0.80	\$1,052.00
10/25/2016	Endean, Jonathan E.	Worked on researching and drafting the objection to disclosure statement motion	7.60	\$3,686.00
10/26/2016	Qusba, Sandy	TC w/ D. Tabak re potential settlement and allocation (.3); tc w/ S. Ayyadurai re same (.3); tc w/ G. Galardi re same (.3).	0.90	\$1,183.50
10/26/2016	Russell Jr, William T.	Revise letter to debtors re confirmation discovery and emails STB team re same (.4)	0.40	\$526.00
10/26/2016	Russell Jr, William T.	T/cs, emails committee, STB team re plan negotiation issues (.9)	0.90	\$1,183.50
10/26/2016	Massel, Morris	Revising DS objection & related research.	5.80	\$5,974.00
10/26/2016	Baldwin, Jeffrey E.	Review Debtors' disclosure statement (.40) and email W. Russell re: settlement scope and releases (.20).	0.60	\$597.00
10/26/2016	Endean, Jonathan E.	Worked on researching and drafting the objection to disclosure statement motion	4.90	\$2,376.50
10/27/2016	Russell Jr, William T.	T/cs, emails committee members, STB team re plan and settlement issues (.9)	0.90	\$1,183.50
10/27/2016	Massel, Morris	Revising DS objection (2.6); Oc w/ S.Qusba re: same (.5).	3.10	\$3,193.00
10/27/2016	Endean, Jonathan E.	Revised objection to disclosure statement	0.90	\$436.50
10/28/2016	Qusba, Sandy	TC w/ G. Galardi, R. Martin, B. Russell and M. Massel re next steps (.7); review revised disclosure statement objection (.3); meeting w/ J. Endean re same (.3) .	1.30	\$1,709.50
10/28/2016	Russell Jr, William T.	Review and revise reservation of rights re disclosure statement and emails STB team re same.	0.50	\$657.50
10/28/2016	Russell Jr, William T.	Telephone call, emails, debtors, Quesba re Plan issues.	1.80	\$2,367.00
10/28/2016	Massel, Morris	Revising DS reservation & objection (.5); Call w/ Ropes re: resolutions (.5); Reviewing claims related docs (.5).	1.50	\$1,545.00
10/28/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, S. Qusba et al. re: disclosure statement.	0.10	\$99.50
10/28/2016	Endean, Jonathan E.	Conversation with M. Massel, S. Qusba, B. Russell about objection to disclosure statement	0.40	\$194.00

Date	Name	Description	Hours	Amount
10/28/2016	Endean, Jonathan E.	Revised objection to disclosure statement reflecting B. Russell comments	0.50	\$242.50
10/28/2016	Endean, Jonathan E.	Drafted reservation of rights to disclosure statement	1.00	\$485.00
10/31/2016	Qusba, Sandy	Review and comment on same; meetings with M. Massel (numerous) regarding same; review reservation of rights filing and other objections.	4.60	\$6,049.00
10/31/2016	Russell Jr, William T.	Review revised plan and disclosure statement and emails debtors, STB team re same.	1.40	\$1,841.00
10/31/2016	Massel, Morris	Reviewing & commenting on Plan (4.1); Calls w/ clients & Ross Martin re: same (.6); Preparing plan summary for clients (.8); Oc w/ S. Qusba re: same (.3).	5.80	\$5,974.00
10/31/2016	Baldwin, Jeffrey E.	Emails to W. Russell re: terms of employment agreements.	0.30	\$298.50
10/31/2016	Endean, Jonathan E.	Rev. & filed reservations of rights to disclosure statement motion	1.40	\$679.00
11/1/2016	Qusba, Sandy	Review and comment on same; meeting with M. Massel regarding same.	3.10	\$4,076.50
11/1/2016	Russell Jr, William T.	T/cs, emails STB team re plan and disclosure statement issues (.8)	0.80	\$1,052.00
11/1/2016	Russell Jr, William T.	Review revised plan and disclosure statement (.9)	0.90	\$1,183.50
11/1/2016	Massel, Morris	Reviewing and commenting on Plan & DS (3.6); Calls w/ Ropes & internally re: same (.6).	4.20	\$4,326.00
11/2/2016	Qusba, Sandy	Meeting with M. Massel regarding settlements; review final disclosure statement modifications.	1.90	\$2,498.50
11/2/2016	Russell Jr, William T.	Review revised plan and disclosure statement and t/cs, emails committee, STB team, debtors re same (1.2)	1.20	\$1,578.00
11/2/2016	Massel, Morris	Reviewing Plan & related calls & analysis.	2.00	\$2,060.00
11/2/2016	Baldwin, Jeffrey E.	Review revise plan disclosure statement.	0.30	\$298.50
11/3/2016	Qusba, Sandy	Correspondence with B. Russell regarding hearing.	0.20	\$263.00
11/3/2016	Russell Jr, William T.	Disclosure statement hearing, prep for same and confs, emails re same (2.3)	2.30	\$3,024.50
11/3/2016	Massel, Morris	Reviewing DS & POR for briefing (1.7); Amending DS hearing (2.0).	3.70	\$3,811.00
11/15/2016	Russell Jr, William T.	T/cs, emails committee members, STB team re plan issues (1.1)	1.10	\$1,446.50

Date	Name	Description	Hours	Amount
11/16/2016	Qusba, Sandy	Meeting with B. Russell, M. Massel and J. Baldwin regarding potential plan issues.	0.50	\$657.50
11/16/2016	Russell Jr, William T.	Conf STB team re strategic issues (.5)	0.50	\$657.50
11/16/2016	Russell Jr, William T.	Analyze plan issues and emails, confs STB team, committee (.9)	0.90	\$1,183.50
11/16/2016	Russell Jr, William T.	Review debtor motion re claims estimation and emails STB team, debtors re same (.9)	0.90	\$1,183.50
11/16/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, M. Massel & S. Qusba re: plan confirmation matters.	0.50	\$497.50
11/17/2016	Russell Jr, William T.	Analyze plan and confirmation issues and telephone calls, emails debtors, STB team, committee re same.	1.20	\$1,578.00
11/21/2016	Russell Jr, William T.	Telephone calls, emails UST, STB team re plan provisions.	0.70	\$920.50
11/28/2016	Russell Jr, William T.	Review Denton motion re plan vote (.3)	0.30	\$394.50
11/28/2016	Russell Jr, William T.	Review objections to claims estimation motions and emails STB team re same (.8)	0.80	\$1,052.00
12/5/2016	Qusba, Sandy	Begin review of objections.	0.80	\$1,052.00
12/5/2016	Russell Jr, William T.	Review plan objections and emails STB team re same (1.2)	1.20	\$1,578.00
12/5/2016	Massel, Morris	Reviewing objections.	1.00	\$1,030.00
12/5/2016	Endean, Jonathan E.	Reviewed objections to the plan and disclosure statement	1.80	\$873.00
12/6/2016	Qusba, Sandy	Review objections and J. Endean summaries of same.	2.60	\$3,419.00
12/6/2016	Russell Jr, William T.	Review and revise summary of confirmation objections and emails STB team re same (.8)	0.80	\$1,052.00
12/6/2016	Endean, Jonathan E.	Reviewed & summarized objections to Plan	2.70	\$1,309.50
12/7/2016	Russell Jr, William T.	Review report of plan voting results (.4)	0.40	\$526.00
12/7/2016	Russell Jr, William T.	Review revised settlement agreement w/ creditor and emails debtor re same (.4)	0.40	\$526.00
12/7/2016	Endean, Jonathan E.	Prepared and sent overview of responses to Plan to Cmty.	0.20	\$97.00
12/8/2016	Qusba, Sandy	Review objections and summaries of same and prep for calls with Committee members regarding same, including case law research.	1.80	\$2,367.00
12/9/2016	Qusba, Sandy	Review agenda for confirmation hearing; t/c with R. Martin, G. Galardi, B. Russell, M. Massel and J. Endean regarding plan objections and confirmation hearing.	0.50	\$657.50

Date	Name	Description	Hours	Amount
12/9/2016	Russell Jr, William T.	Emails, t/cs debtor, STB team re confirmation issues (.8)	0.80	\$1,052.00
12/9/2016	Endean, Jonathan E.	T/c w/ R&G re: M. Williams confirmation objection	0.30	\$145.50
12/10/2016	Russell Jr, William T.	Review debtors' confirmation brief and confirmation objections (1.2)	1.20	\$1,578.00
12/12/2016	Qusba, Sandy	Review revised plan and confirmation memo and remaining objections and settlements	2.10	\$2,761.50
12/12/2016	Russell Jr, William T.	Review revised plan and plan objections and t/cs, emails debtors, STB team, committee re same	0.90	\$1,183.50
12/12/2016	Massel, Morris	Reviewing Plan revisions & confirmation submission (1.8); Tcs w/ D. Tabak re: same (.5); Reviewing Plan changes & related internal calls/corresp. (.8).	3.10	\$3,193.00
12/13/2016	Qusba, Sandy	Attend confirmation hearing and call with committee members regarding same.	2.50	\$3,287.50
12/13/2016	Russell Jr, William T.	Confirmation hearing, prep for same and emails, confs re same (3.3)	3.30	\$4,339.50
12/14/2016	Qusba, Sandy	Review modifications to chapter 11 plan.	0.70	\$920.50
12/14/2016	Russell Jr, William T.	Review revisions to plan and confirmation order (.7)	0.70	\$920.50
12/21/2016	Russell Jr, William T.	Review revised confirmation order and emails STB team, debtors re same (.4)	0.40	\$526.00
1/12/2017	Russell Jr, William T.	Emails Debtors, committee re effective date (.2)	0.20	\$263.00
Total:			220.40	\$233,599.50

Timekeeper Category: 002724-0018 – Relief from Stay and Adequate Protection

Date	Name	Description	Hours	Amount
9/23/2016	Russell Jr, William T.	Review draft lift stay stip and emails STB team re same (.3)	0.30	\$394.50
11/18/2016	Russell Jr, William T.	Review lift stay papers.	0.70	\$920.50
11/21/2016	Russell Jr, William T.	Review lift stay papers.	0.60	\$789.00
Total:			1.60	2,104.00

Timekeeper Category: 002724-0020 – Tax

Date	Name	Description	Hours	Amount
9/2/2016	Goldstein, Jonathan	tax analysis re purchase price allocation (.3); TC re purchase price allocation (.5)	0.80	\$956.00

Date	Name	Description	Hours	Amount
9/20/2016	Goldstein, Jonathan	TC w Deloitte team	0.60	\$717.00
9/22/2016	Qusba, Sandy	Review Deloitte presentation; t/c with J. Doyle and M. Harrison regarding same.	0.90	\$1,183.50
9/22/2016	Massel, Morris	Deloitte call re: taxes & analyzing same.	0.80	\$824.00
9/27/2016	Goldstein, Jonathan	review tax model	0.20	\$239.00
9/28/2016	Goldstein, Jonathan	Conf w Ropes, Deloitte; TC w Deloitte; review tax analysis	2.80	\$3,346.00
9/29/2016	Qusba, Sandy	T/c with Ropes, Opportune, B. Russell, J. Goldstein and Deloitte regarding tax implications.	0.70	\$920.50
9/29/2016	Goldstein, Jonathan	TC re tax model; review tax model; follow up TC w Deloitte	1.20	\$1,434.00
9/29/2016	Mendick, Brian J.	Meeting with Jon Goldstein regarding Gawker bankruptcy	0.30	\$145.50
9/29/2016	Mendick, Brian J.	Gawker bankruptcy call with opposing lawyers and accountants	0.30	\$145.50
9/29/2016	Mendick, Brian J.	Reading through Gawker waterfall analysis	0.50	\$242.50
9/30/2016	Goldstein, Jonathan	update re proposal	0.20	\$239.00
10/20/2016	Qusba, Sandy	Correspondence w/ D. Tabak, Deloitte and J. Goldstein re various tax issues, including with respect to Hungary (.4).	0.40	\$526.00
10/20/2016	Goldstein, Jonathan	question re tax treatment; TC w Sandy; TC w Deloitte	0.80	\$956.00
10/21/2016	Goldstein, Jonathan	TC w Deloitte; TC w Dan; review allocation	0.90	\$1,075.50
Total:			11.40	\$12,950.00

Timekeeper Category: 002724-0021 – Valuation

Date	Name	Description	Hours	Amount
9/7/2016	Baldwin, Jeffrey E.	Attend meeting w/ W. Russell, S. Qusba, M. Massel and N. Baker re: valuation.	1.20	\$1,194.00
9/8/2016	Baldwin, Jeffrey E.	Attend meeting w/ Ropes & Gray, Opportune and Deloitte re: valuation (2.20); mtg. w/ Deloitte re: valuation (.40); call w/ N. Baker re: valuation (.20).	2.80	\$2,786.00
9/9/2016	Baldwin, Jeffrey E.	Attend meeting w/ S. Qusba et al. re: valuation.	0.20	\$199.00
9/27/2016	Baldwin, Jeffrey E.	Call w/ Deloitte & committee member re: valuation.	1.00	\$995.00
9/28/2016	Baldwin, Jeffrey E.	O/c w/ S. Qusba, M. Massel, N. Baker and W. Russell re: valuation issues (1.50); review emails and excel re: valuation (.20); review transfer pricing memorandum (.50).	2.20	\$2,189.00

Date	Name	Description	Hours	Amount
9/29/2016	Baldwin, Jeffrey E.	Call w/ Deloitte re: valuation analysis (.30); call w/ Ropes & Gray re: valuation (.50).	0.80	\$796.00
Total:			8.20	\$8,159.00

Timekeeper Category: 002724-0022 – Intellectual Property Issues

Date	Name	Description	Hours	Amount
7/5/2016	Lesser, Lori E.	T/C N. Baker and M. Massel and draft website language.	0.50	\$650.00
7/5/2016	Baker, Nicholas	EM to L. Lesser re on IP	0.10	\$99.50
7/5/2016	Baker, Nicholas	t/c w/ L. Lesser re sale order language	0.20	\$199.00
7/6/2016	Russell Jr, William T.	T/cs, emails STB team re IP issues (.6)	0.60	\$789.00
7/6/2016	Lesser, Lori E.	C/C BR team re: internet posting issues	0.50	\$650.00
7/6/2016	Baker, Nicholas	t/c w/ L. Lesser, S. Qusba, M. Massel and W. Russell re IP issues	0.20	\$199.00
7/9/2016	Lesser, Lori E.	Revise paragraph re: IP	0.50	\$650.00
7/10/2016	Qusba, Sandy	Review L. Lesser's proposed language regarding sale order; t/c with B. Russell, N. Baker and L. Lesser regarding limiting sale objections	0.80	\$1,052.00
7/10/2016	Russell Jr, William T.	Conf call STB team re IP and related issues (.9)	0.90	\$1,183.50
7/11/2016	Russell Jr, William T.	Analyze potential IP issues and emails STB team re same (1.2)	1.20	\$1,578.00
7/11/2016	Lesser, Lori E.	C/C creditors committee re: CRs.	0.50	\$650.00
7/11/2016	Stueben, Derek	Discussion with J. Pall re IP issues & review of IP security documents provided, preliminary searches into IP filings & existing liens	0.80	\$388.00
7/11/2016	Stueben, Derek	Arranged for paralegal assistance in conducting full searches of IP owned by Gawker and sub entities, and IP listed in perfection certificate provided & discussed assignment with paralegal	0.20	\$97.00
7/12/2016	Stueben, Derek	Communications with IP paralegal K. Soloman re lien searches	0.30	\$145.50
7/13/2016	Russell Jr, William T.	Analyze IP issues and emails STB team re same (.9)	0.90	\$1,183.50
7/13/2016	Lesser, Lori E.	Meeting with D. Stueben re: IP issues.	0.30	\$390.00
7/13/2016	Stueben, Derek	Received and reviewed IP search memo from IP paralegal, forwarded with commentary to L. Lesser for later discussion	0.80	\$388.00
7/13/2016	Solomon, Kimberly	Per D. Steuben, research and review of IP.	3.50	\$1,225.00

Date	Name	Description	Hours	Amount
7/14/2016	Russell Jr, William T.	T/c committee members, Lesser re IP issues; analyze issues and emails STB team re same (1.8)	1.80	\$2,367.00
7/14/2016	Lesser, Lori E.	UCC call	1.30	\$1,690.00
7/17/2016	Russell Jr, William T.	Analyze IP issues and emails STB team re same (.4)	0.40	\$526.00
7/17/2016	Lesser, Lori E.	Revise sale language for IP issues	0.50	\$650.00
7/18/2016	Qusba, Sandy	Correspondence with L. Lesser and W. Russell regarding transfer of IP	0.30	\$394.50
7/18/2016	Russell Jr, William T.	Revise language re IP issues and emails committee, STB team re same (.8)	0.80	\$1,052.00
7/18/2016	Lesser, Lori E.	Revise IP content sale language; meeting with D. Stueben re: perfection.	0.50	\$650.00
7/18/2016	Baker, Nicholas	meeting w/ J. Heald, J. Baldwin, W. Russell, S. Qusba and M. Massel re timing of allocation litigation and issues to discuss in next meeting	0.40	\$398.00
7/18/2016	Stueben, Derek	Mtg with L. Lesser re Gawker IP	0.80	\$388.00
7/18/2016	Stueben, Derek	Communications with N. Baker, J. Pall re Gawker IP	0.30	\$145.50
7/21/2016	Russell Jr, William T.	Analyze IP and potential allocation issues and emails STB team re same (.7)	0.70	\$920.50
7/21/2016	Lesser, Lori E.	T/Cs with W. Russell, T. Kuhn and N. Leibowitz re: CR Valuation expert.	0.80	\$1,040.00
7/25/2016	Russell Jr, William T.	T/c committee, STB re IP issues (.5)	0.50	\$657.50
7/25/2016	Lesser, Lori E.	Call with UCC and revise IP assignment.	0.80	\$1,040.00
7/25/2016	Baker, Nicholas	t/c w/ committee members and J. Heald, L. Lesser and W. Russell re proposed language on copyrights	0.50	\$497.50
7/25/2016	Heald, Julia E.	T/c w/ Committee, STB re: IP issues	0.50	\$242.50
8/11/2016	Russell Jr, William T.	T/cs, emails client, Lesser re IP issues (.2).	0.20	\$263.00
8/11/2016	Lesser, Lori E.	T/C A. Terrell re: IP issues.	0.30	\$390.00
8/26/2016	Baldwin, Jeffrey E.	Call w/ N. Baker re: IP issues.	0.10	\$99.50
8/29/2016	Lesser, Lori E.	Review 2.1 of Univision agreement and T/C W. Russell.	0.50	\$650.00
9/8/2016	Lesser, Lori E.	Review and comment on IP license.	1.80	\$2,340.00
9/8/2016	Baker, Nicholas	review of L. Lesser comments and EM to L. Lesser re same	0.60	\$597.00
9/13/2016	Lesser, Lori E.	Review IP license and email N. Baker.	0.50	\$650.00
9/13/2016	Baker, Nicholas	review of finalized license agreement and EM to L. Lesser re same (.4); EM to Ropes re need for NDA (.2);	0.60	\$597.00
10/21/2016	Lesser, Lori E.	T/C Deloitte and T/C v. Jordan-Davis re: royalty research.	1.00	\$1,300.00

Date	Name	Description	Hours	Amount
10/21/2016	Jordan-Davis, Veronica R.	Call with L Lesser regarding assignment and background; legal research	0.70	\$409.50
10/24/2016	Jordan-Davis, Veronica R.	Legal research on IP valuation	3.50	\$2,047.50
10/25/2016	Jordan-Davis, Veronica R.	Legal research on IP valuation; Emails with L Lesser, N Leibowitz, Buzz, Patrick	0.80	\$468.00
10/26/2016	Russell Jr, William T.	T/c Lesser re IP issues (.3)	0.30	\$394.50
10/26/2016	Lesser, Lori E.	Review Deloitte slides and V. Jordan-Davis email re: royalties and T/C W. Russell.	1.30	\$1,690.00
10/26/2016	Jordan-Davis, Veronica R.	Legal Research on Gawker IP Valuation; email correspondence with L Lesser.	4.80	\$2,808.00
Total:			40.70	\$38,880.00

Timekeeper Category: 002724-0023 – Intercompany Issues

Date	Name	Description	Hours	Amount
7/14/2016	Russell Jr, William T.	Call w/ Deloitte re forensic accounting work plan (.2);	0.20	\$263.00
7/14/2016	Baker, Nicholas	t/c w/ Deloitte re forensic analysis and steps to complete	0.40	\$398.00
7/14/2016	Baldwin, Jeffrey E.	Call w/ Deloitte re: transfer investigation.	0.30	\$298.50
7/15/2016	Russell Jr, William T.	Review proposed Deloitte work plan for forensic review and emails STB team, Deloitte re same (.8)	0.80	\$1,052.00
7/20/2016	Massel, Morris	Internal Strategy Meeting re: intercompany issues	1.00	\$1,030.00
7/21/2016	Massel, Morris	Strategy; Mtg. re: inter-company claims & follow-up.	2.00	\$2,060.00
7/26/2016	Russell Jr, William T.	Emails Deloitte, debtors re informational requests to the debtors (.6)	0.60	\$789.00
7/28/2016	Russell Jr, William T.	Review authorities re avoidance action issues, intercompany notes and operating agreement (.9)	0.90	\$1,183.50
8/25/2016	Russell Jr, William T.	T/cs, emails STB, Deloitte, third party re asset transfer issues (1.1)	1.10	\$1,446.50
9/1/2016	Qusba, Sandy	Meeting with B. Russell, J. Heald and J. Baldwin regarding intercompany claims, allocation issues and discovery (.7)	0.70	\$920.50
9/2/2016	Baldwin, Jeffrey E.	Call w/ G. Galardi re: intercompany issues and other matters.	0.70	\$696.50
9/6/2016	Qusba, Sandy	Draft outline of potential causes of action and preliminary research regarding same.	3.70	\$4,865.50
9/6/2016	Russell Jr, William T.	Emails STB team, debtors re info requests to debtors (.3)	0.30	\$394.50

Date	Name	Description	Hours	Amount
9/6/2016	Massel, Morris	Corresp re: sale proceeds allocation & related internal calls.	0.50	\$515.00
9/7/2016	Qusba, Sandy	Meeting with B. Russell, N. Baker, M. Massel and J. Baldwin regarding potential affirmative claims analysis; meeting with M. Massel and N. Baker regarding litigation theories.	2.00	\$2,630.00
9/7/2016	Russell Jr, William T.	Develop strategy re intercompany issues w/ STB team (1.5)	1.50	\$1,972.50
9/7/2016	Massel, Morris	Research re: /I/c issues (1.0); Drafting strategy memo (2.0); Oc w/ S. Qusba re: same (.3); Oc w/ litigators re: same (1.5).	4.80	\$4,944.00
9/7/2016	Baker, Nicholas	meeting w/ S. Qusba and M. Massel re intercompany claims and indemnity	0.30	\$298.50
9/8/2016	Russell Jr, William T.	Meeting w/ Debtors, Deloitte, STB team re sale proceeds allocation, provision of information and related issues (2.2)	2.20	\$2,893.00
9/8/2016	Russell Jr, William T.	Conf STB team re strategy re allocation issues (.3)	0.30	\$394.50
9/8/2016	Massel, Morris	CLIENT TOTAL call.	0.50	\$515.00
9/8/2016	Baker, Nicholas	review of revised interco notes	0.10	\$99.50
9/9/2016	Baker, Nicholas	meeting w/ J. Myer and J. Heald re research issues on intercompany issues	0.40	\$796.00
9/9/2016	Qusba, Sandy	T/c with B. Russell, N. Baker, M. Massel, J. GOLDSTEIN, JONATHAN. Doyle and O. Setola regarding initial issues with allocation approach.	0.50	\$657.50
9/9/2016	Massel, Morris	Oc w/ S. Qusba re: intero issues (1.0); Call w/ Deloitte re: same (.8).	1.80	\$1,854.00
9/9/2016	Baker, Nicholas	t/c w/ J. Doyle (Deloitte) re allocation issues	0.80	\$398.00
9/12/2016	Russell Jr, William T.	Review board resolution and emails, t/cs debtors, STB team re intercompany issues (.4)	0.40	\$526.00
9/12/2016	Baker, Nicholas	Review of EM w/ Ropes re intercompany proofs of claims	0.10	\$99.50
9/13/2016	Russell Jr, William T.	Emails Deloitte, debtors re intercompany info (.3)	0.30	\$394.50
9/14/2016	Russell Jr, William T.	Emails STB team, Deloitte re financial info from debtors (.2)	0.20	\$263.00
9/15/2016	Russell Jr, William T.	Emails, t/cs debtors, Deloitte, STB team re info re intercompany issues (.7)	0.70	\$920.50
9/15/2016	Massel, Morris	Corresp. re: investigation issues.	0.60	\$618.00
9/16/2016	Qusba, Sandy	T/c with B. Russell, M. Massel, J. Doyle and others from Deloitte regarding initial diligence.	0.50	\$657.50
9/16/2016	Russell Jr, William T.	Emails Deloitte, debtors, STB team re info requests re intercompany info (.5)	0.50	\$657.50

Date	Name	Description	Hours	Amount
9/16/2016	Russell Jr, William T.	T/c Deloitte re preliminary analysis of intercompany issues (6)	0.60	\$789.00
9/16/2016	Massel, Morris	Deloitte call.	0.70	\$721.00
9/19/2016	Massel, Morris	Oc w/ S. Qusba re: strategy.	0.40	\$412.00
9/20/2016	Qusba, Sandy	T/c with M. Massel and B. Russell regarding diligence status and next steps.	0.20	\$263.00
9/20/2016	Russell Jr, William T.	Emails, t/cs Deloitte, STB team re info requests to debtors (.4)	0.40	\$526.00
9/20/2016	Russell Jr, William T.	Analyze potential intercompany issues (.5)	0.50	\$657.50
9/21/2016	Massel, Morris	Interco & claims analysis.	2.50	\$2,575.00
9/22/2016	Qusba, Sandy	Meeting with M. Massel regarding potential intercompany claims and review same.	0.60	\$789.00
9/22/2016	Massel, Morris	Drafting interco theories.	3.20	\$3,296.00
9/22/2016	Baker, Nicholas	Response to S. Qusba query re Kinja obligations under debt instruments	0.20	\$199.00
9/25/2016	Qusba, Sandy	T/c with S. Agyadurai, J. Doyle, B. Russell and M. Harrison regarding allocation analysis; t/c iwth S. Agyadurai regarding next steps.	1.10	\$1,446.50
9/26/2016	Qusba, Sandy	T/c with D. Tabak regarding next steps; t/c with full committee, B. Russell and M. Massel regarding strategy regarding interco issues.	1.00	\$1,315.00
9/26/2016	Russell Jr, William T.	Review material re intercompany claims and emails STB team re same (.7)	0.70	\$920.50
9/27/2016	Qusba, Sandy	T/c with J. Doyle, O. Sefola, committee members, B. Russell and M. Massel regarding allocation analysis	0.70	\$920.50
9/27/2016	Massel, Morris	Multiple calls w/ Client, Deloitte & S. Qusba re: I/C issues & related litigation.	1.20	\$1,236.00
9/28/2016	Qusba, Sandy	Review and comment on draft proofs of claim.	0.40	\$526.00
9/28/2016	Massel, Morris	Mtg. w/ Debtors professionals (2.0); Reviewing I/C proofs of claim (.5).	2.50	\$2,575.00
9/29/2016	Qusba, Sandy	T/c with B. Russell and D. Tabak regarding allocation proposal; t/c with G. Galardi, B. Russell and M. Massel regarding allocation proposal; t/c with B. Russell and M. Massel regarding same.	1.70	\$2,235.50
9/29/2016	Massel, Morris	Company call.	0.50	\$515.00
9/29/2016	Baker, Nicholas	t/c w/ S. Qusba re status of allocation issues (.3) and meeting w/ J. Edean re consideration of allocation issues (.5)	0.80	\$796.00
9/30/2016	Qusba, Sandy	T/c with S. Ayyadurai regarding allocation; t/c with G. Galardi regarding allocation; t/c with S. Ayyadurai and B.	2.40	\$3,156.00

Date	Name	Description	Hours	Amount
		Russell regarding allocation; t/c with J. Doyle regarding same.		
10/10/2016	Massel, Morris	Tcs w/ D. Tabak & related corresp. & internal tcs re: I/C issues.	0.70	\$721.00
10/14/2016	Endean, Jonathan E.	Discussed agreement btwn Cmty. and Gawker re: allocation	0.50	\$242.50
10/19/2016	Endean, Jonathan E.	Internal mtng w/ Russell, Qusba, Massell, Baldwin re: litigation strategy	1.40	\$679.00
10/20/2016	Qusba, Sandy	Research re interco claims and review articles and cases re various causes of action (3.6); tc w/ J. Baldwin re LLC Agreement (.2).	3.80	\$4,997.00
10/23/2016	Endean, Jonathan E.	Reviewed draft stipulation between Debtors and N. Denton and sent to cmty	0.30	\$145.50
10/24/2016	Endean, Jonathan E.	Emailed R&G sign-off on draft stip w/ 12/30 deadline	0.10	\$48.50
10/25/2016	Russell Jr, William T.	Review preliminary analysis of intercompany issues and email Deloitte re same (.8)	0.80	\$1,052.00
10/25/2016	Endean, Jonathan E.	Worked on researching and drafting the objection to disclosure statement motion	0.60	\$291.00
11/1/2016	Endean, Jonathan E.	Reviewed and commented on draft of revised disclosure statement and plan	1.00	\$485.00
11/4/2016	Endean, Jonathan E.	Draft of notice of presentment for supplemental order	1.00	\$485.00
11/7/2016	Endean, Jonathan E.	Completed and filed notice of presentment with the court	0.90	\$436.50
Total:			65.10	\$72,954.00

Timekeeper Category: 002724-0024 – Asset Disposition

Date	Name	Description	Hours	Amount
6/24/2016	Russell Jr, William T.	T/cs, emails Qusba re sale motion and objection (.4)	0.40	\$526.00
6/24/2016	Heald, Julia E.	Review bid procedures motion in prep. for drafting objection; corresp. w/ W. Russell, S. Qusba, S. McGovern re: same	1.40	\$679.00
6/25/2016	Qusba, Sandy	T/c with G. Galardi and B. Russell regarding Bid Procedures hearing and general introduction;	0.40	\$526.00
6/25/2016	Qusba, Sandy	t/c with B. Russell regarding draft bid procedures objection and next steps.	0.40	\$526.00
6/25/2016	Qusba, Sandy	Review Sale Motion and begin review of Asset Purchase Agreement.	3.10	\$4,076.50

Date	Name	Description	Hours	Amount
6/25/2016	Russell Jr, William T.	T/cs, emails STB team, debtors' counsel re sale motion and objection (1.4	1.40	\$1,841.00
6/25/2016	Baker, Nicholas	marking up of bid procedures and review of precedents	1.30	\$1,293.50
6/25/2016	Baker, Nicholas	EM to S. Qusba and W. Russel re retention applications and precedent	0.30	\$298.50
6/25/2016	Baker, Nicholas	review of bid procedures motion	0.40	\$398.00
6/25/2016	Baker, Nicholas	review of bid procedures order	0.50	\$497.50
6/25/2016	Heald, Julia E.	T/c w/ STB team re: objection to bid procedures (.7); rsch. and draft objection (8.3); corresp. w/ S. McGovern re: same (.8)	9.80	\$4,753.00
6/26/2016	Qusba, Sandy	Review and comment on bid procedures, including comments made by M. Massel and N. Baker; t/c and correspondence with M. Torkin regarding adjournment of bid procedures hearing and by picture issues.	2.40	\$3,156.00
6/26/2016	Russell Jr, William T.	Review and revise objection to sale motion and emails, t/cs STB team, debtors' counsel, buyer counsel re same (1.2)	1.20	\$1,578.00
6/26/2016	Russell Jr, William T.	review and revise proposed bid procedures and emails STB team re same (.9)	0.90	\$1,183.50
6/26/2016	Massel, Morris	Reviewing and revising objection (1.0);	1.00	\$1,030.00
6/26/2016	Massel, Morris	Reviewing APA (.3).	0.30	\$309.00
6/26/2016	Heald, Julia E.	T/c w/ Committee, STB team re: bid procedures	1.40	\$679.00
6/26/2016	Heald, Julia E.	Revise draft objection, bidding procedures markup (2.7); prep. notice of appearance (.8)	3.50	\$1,697.50
6/27/2016	Qusba, Sandy	Meeting with M. Torkin and B. Russell regarding bid procedure issues and negotiation regarding same; meeting with N. Baker, B. Russell, M. Massel and J. Heald regarding call with M. Torkin regarding bid procedures	0.80	\$1,052.00
6/27/2016	Qusba, Sandy	Prepare for 6/27 hearing; attend hearing with B. Russell but adjourned, discuss with G. Galardi regarding new dates for bid procedures hearing and critical vendor hearing.	1.25	\$1,643.75
6/27/2016	Russell Jr, William T.	t/c buyer's counsel re APA issues (.7)	0.70	\$920.50
6/27/2016	Baker, Nicholas	review of Stalking Horse APA termination provisions and liquidated damages/expense reimbursement	1.40	\$1,393.00

Date	Name	Description	Hours	Amount
6/27/2016	Baker, Nicholas	meeting w/ S. Qusba re issues and possible compromise on bid procedures	1.20	\$1,194.00
6/27/2016	Baker, Nicholas	t/c w/ Sullivan & Cromwell (M. Torkin) re open issues on bid procedures and APA	0.80	\$796.00
6/27/2016	Baker, Nicholas	t/c w/ possible FA re background of cases and sale issues	0.40	\$398.00
6/27/2016	Baker, Nicholas	revisions to APA per t/c w/ M. Torkin (S&C)	0.50	\$497.50
6/27/2016	Baker, Nicholas	revisions of bid procedures per possible compromise and draft EM to M. Torkin (S&C)	0.80	\$796.00
6/27/2016	Heald, Julia E.	T/c w/ S&C, STB re: bid procedures (.8); mtg. w/ STB team re: same (.3)	1.10	\$533.50
6/28/2016	Qusba, Sandy	Correspondence with N. Baker, B. Russell, M. Massel and J. Heald regarding issues related to evaluation of potential bids; t/c with N. Baker, B. Russell, J. Heald and G. Galardi regarding comments to bid procedures.	1.70	\$2,235.50
6/28/2016	Russell Jr, William T.	negotiate sale provisions w/ debtors' counsel and conf STB team re same (1.3)	1.30	\$1,709.50
6/28/2016	Baldwin, Jeffrey E.	O/c w/ W. Russell, S. Qusba, M. Massel and N. Baker re: bidding procedures and Stalking Horse APA (1.00); review Gawker bankruptcy filings re: proposed asset sale (1.30).	2.30	\$2,288.50
6/28/2016	Baker, Nicholas	EM to M. Torkin at S&C re status of open issues and possible compromise	0.40	\$398.00
6/28/2016	Baker, Nicholas	EM to S&C re revised language and review of revised APA per language	0.50	\$497.50
6/28/2016	Baker, Nicholas	meeting w/ W. Russel and S. Qusba re potential opposition to open issues per Ropes t/c	0.40	\$398.00
6/28/2016	Baker, Nicholas	review of precedent and EM summary to STB group	0.50	\$497.50
6/28/2016	Baker, Nicholas	EM to committee member re allocation language	0.10	\$99.50
6/28/2016	Baker, Nicholas	Edits to language re allocation and avoidance actions in sale order and APA	0.40	\$398.00
6/28/2016	Baker, Nicholas	revisions to bid procedures objection per latest status of bid procedures	2.50	\$2,487.50
6/28/2016	Baker, Nicholas	t/c w/ Ropes and Gray re bidding procedures	1.20	\$1,194.00
6/28/2016	Heald, Julia E.	T/c w/ Ropes & Gray re: bid procedures	0.80	\$388.00
6/29/2016	Qusba, Sandy	Review and comment on draft objection; t/c (numerous) with M. Torkin regarding negotiation of bid procedures and APA.	2.80	\$3,682.00

Date	Name	Description	Hours	Amount
6/29/2016	Russell Jr, William T.	Emails buyer, debtors, STB team re sale and bid procedures issues (2.4); review and revise sale and bid procedures objection and emails STB team re same (1.1); outline issues for bid procedures hearing (.9); t/c, emails Deloitte re status, strategy and coordination issues (.8); teleconference w/ committee, STB team, Deloitte (1.0)	6.20	\$8,153.00
6/29/2016	Massel, Morris	(Gawker) - ASSET SALES: Reviewing & revising objection (1.2); Calls w/ Purchasers & internal mtg. re: sale issues (1.5).	2.70	\$2,781.00
6/29/2016	Baker, Nicholas	Review of APA comments and bid procedures and sale order from S&C	1.40	\$1,393.00
6/29/2016	Baker, Nicholas	meeting w/ S. Qusba and W. Russel and t/c w/ S&C re open points to bid procedures and APA	1.00	\$995.00
6/29/2016	Baker, Nicholas	EM to M. Torkin clarifying language for bid procedures order on allocation/avoidance action	0.10	\$99.50
6/29/2016	Baker, Nicholas	t/c w/ J. Baldwin to discuss S. Qusba comments to objection to bid procedures	0.10	\$99.50
6/29/2016	Baker, Nicholas	t/c w/ committee re possible compromise on bid procedures and explanation of open issues on same	2.00	\$1,990.00
6/29/2016	Baker, Nicholas	revisions to bid procedures, bid procedures order and amendment to APA per negotiations with S&C	1.90	\$1,890.50
6/29/2016	Baldwin, Jeffrey E.	Review/revise draft objection re: bid procedures and APA (2.30); calls w/ N. Baker and R. Moonan re: draft objection re: bid procedures and APA (.40); emails w/ S. Qusba re: draft objection (.10); emails w/ R. Moonan re: draft objection (.20).	3.00	\$2,985.00
6/29/2016	Moonan, Randy	Rsrch re valuation (1.90); Draft objections to bid procedures (3.8); Mtg w/ B. Russell et al. re objections to APA agreement and bid procedures (.5)	6.20	\$4,371.00
6/29/2016	Myers, Jonathan R.	Cite checked Objection to Bid Procedures.	4.60	\$2,231.00
6/30/2016	Qusba, Sandy	T/c with J. Doyle, N. Baker, M. Massel, Houlihan and Opportune regarding prepetition marketing, current process and next steps; t/c with Deloitte team regarding same and presentation to committee; continue negotiations with	1.90	\$2,498.50

Date	Name	Description	Hours	Amount
		M. Torkin and N. Baker regarding bid procedures.		
6/30/2016	Russell Jr, William T.	review revised sale and bid documents and t/cs, emails, confs STB team, committee, buyer, debtors re same (1.2)	1.20	\$1,578.00
6/30/2016	Russell Jr, William T.	review APA schedules (.4)	0.40	\$526.00
6/30/2016	Massel, Morris	ASSET DISP: Reviewing corresp. re: sale issues (.5), Sale Process call (1.0).	1.50	\$1,545.00
6/30/2016	Baker, Nicholas	review and revisions to bid procedures per last set of S&C comments	0.70	\$696.50
6/30/2016	Baker, Nicholas	EM to M. Torkin (S&C) and G. Galardi (Ropes) re potential settlement drafts of bid procedures	0.20	\$199.00
6/30/2016	Baker, Nicholas	review of revised S&C comments to bid proc. order and comments to same	0.80	\$796.00
6/30/2016	Baker, Nicholas	t/c w/ M. Torkin (S&C) re open comments	0.30	\$298.50
6/30/2016	Baker, Nicholas	comments to DIP order and t/c w/ (K. Simon()) Latham re same	1.00	\$995.00
6/30/2016	Baker, Nicholas	t/c w/ S Qusba re revised bid procedures documents	0.20	\$199.00
6/30/2016	Baker, Nicholas	t/c w/ Houlihan re diligence on sale process	0.80	\$796.00
6/30/2016	Moonan, Randy	Draft objections to bid procedures.	2.20	\$1,551.00
7/1/2016	Qusba, Sandy	Finalize negotiations with M. Torkin regarding bid procedures and APA.	0.70	\$920.50
7/1/2016	Baker, Nicholas	and EM to committee re revised bid procedure documents	0.10	\$99.50
7/1/2016	Baker, Nicholas	t/c w/ S. Qusba re summary of changes to bid procedures	0.20	\$199.00
7/1/2016	Baker, Nicholas	committee update t/c re asset purchase and bid procedures changes	1.00	\$995.00
7/1/2016	Baker, Nicholas	EM to S. Qusba and M. Massel re query of committee deliverables for next meeting (.2)	0.20	\$199.00
7/1/2016	Baker, Nicholas	revisions to APA language re avoidance actions per S&C comment	0.20	\$199.00
7/1/2016	Heald, Julia E.	Review revised bidding procedures and amendments to APA, update internal case calendar accordingly	0.20	\$97.00
7/3/2016	Baker, Nicholas	review of APA and schedules re CBA exclusion and EM to S. Qusba and W. Russel re same	0.30	\$298.50
7/5/2016	Baker, Nicholas	t/c w/ M. Torkin (S&C) and S. Qusba re nature of purchased assets	0.20	\$199.00
7/5/2016	Baker, Nicholas	t/c w/ K. Alexander (Ropes) re further comment to bid procedures	0.10	\$99.50

Date	Name	Description	Hours	Amount
7/5/2016	Baker, Nicholas	review of final versions of bid procedure documents, including APA amendment, for final sign off	0.40	\$398.00
7/5/2016	Baker, Nicholas	t/c w/ committee re issues with sale process and possible resolutions	1.90	\$1,890.50
7/5/2016	Baker, Nicholas	EM to G. Galardi and J. Gill (Ropes) re request to incorporate change into sale order	0.20	\$199.00
7/6/2016	Qusba, Sandy	T/c with M. Massel, B. Russell, L. Lesser and N. Baker regarding APA; review memo regarding successor liability issues; mark-up proposed language regarding IP issues.	1.00	\$1,315.00
7/6/2016	Russell Jr, William T.	Review revised sale and bid procedures documents (.8)	0.80	\$1,052.00
7/6/2016	Massel, Morris	Tc re: sale issues w/ L.Lesser, W. Russell & S. Qusba (.5); Reviewing revised orders/docs & related corresp.(.8); Reviewing memo re: sale issues (.8).	2.10	\$2,163.00
7/7/2016	Qusba, Sandy	Review revised orders for 2nd day hearing in July 7th; attend hearing and negotiate orders with B. Russell, G. Galardi and M. Torkin.	6.40	\$8,416.00
7/7/2016	Russell Jr, William T.	Court hearing and confs, emails STB team, debtors, buyers re same (3.2)	3.20	\$4,208.00
7/7/2016	Russell Jr, William T.	Emails debtors, STB team re sale and bid issues (.9)	0.90	\$1,183.50
7/7/2016	Russell Jr, William T.	Negotiate additional terms w/ buyer and debtors and finalize documents (1.2)	1.20	\$1,578.00
7/7/2016	Russell Jr, William T.	Analyze potential future claims (.8)	0.80	\$1,052.00
7/7/2016	Massel, Morris	Oc w/ S. Qusba re: sale issues.	0.50	\$515.00
7/7/2016	Baker, Nicholas	t/c w/ S. Qusba re summary of hearing and issues presented in APA per J. Bernstein ruling	0.40	\$398.00
7/7/2016	Baker, Nicholas	t/c w/ S. Qusba summary of break-up fee in APA	0.20	\$199.00
7/8/2016	Qusba, Sandy	Review final proposed order.	0.40	\$526.00
7/8/2016	Russell Jr, William T.	Review final revised bid procedures order (.7)	0.70	\$920.50
7/8/2016	Russell Jr, William T.	Review revisions to bid procedures order and emails STB team, debtors, buyer re same (.5)	0.50	\$657.50
7/8/2016	Russell Jr, William T.	Review revised sale notice and emails STB team re same (.4)	0.40	\$526.00
7/8/2016	Baker, Nicholas	follow up t/c after committee meeting adjourned w/ W. Russel and S. Qusba re committee views of 7/7 hearing	0.30	\$298.50

Date	Name	Description	Hours	Amount
7/11/2016	Qusba, Sandy	T/c with G. Galardi regarding IP issues and asset sale process.	0.30	\$394.50
7/11/2016	Russell Jr, William T.	Review revised sale notice and t/cs, emails Massel, debtors re same (.7)	0.70	\$920.50
7/12/2016	Russell Jr, William T.	T/cs, emails STB team re sales process issues (1.1)	1.10	\$1,446.50
7/12/2016	Baker, Nicholas	EM to J. Heald re request for calendar reminders to STB/Deloitte re auction process deadlines	0.10	\$99.50
7/12/2016	Heald, Julia E.	Corresp. w/ S. Crosskey re ordering transcript of 7/7 bid procedures hearing	0.30	\$145.50
7/13/2016	Russell Jr, William T.	Review HL sale materials and emails STB team re same (.7)	0.70	\$920.50
7/13/2016	Massel, Morris	Reviewing sale research.	0.70	\$721.00
7/13/2016	Baker, Nicholas	Review of dataroom material for sale process and EM to Deloitte re same	0.30	\$298.50
7/14/2016	Massel, Morris	Corresp. & tcs re: sale issues.	0.50	\$515.00
7/15/2016	Russell Jr, William T.	Draft and revise potential language to address sale issues (.9)	0.90	\$1,183.50
7/18/2016	Russell Jr, William T.	Review notice of sale and contract assumptions (.5)	0.50	\$657.50
7/18/2016	Baker, Nicholas	EM to Deloitte team re inquiry on which employees are being transferred to stalking horse	0.20	\$199.00
7/20/2016	Russell Jr, William T.	Emails committee, STB team re sale issues (.7)	0.70	\$920.50
7/20/2016	Heald, Julia E.	t/c w/ J. Baldwin re: research	0.10	\$48.50
7/21/2016	Russell Jr, William T.	Review revised bid procedures order and emails STB team re same (.3)	0.30	\$394.50
7/22/2016	Heald, Julia E.	Review data room for information re assets and income	1.60	\$776.00
7/22/2016	Heald, Julia E.	Rsch. re: asset disposition	2.20	\$1,067.00
7/26/2016	Qusba, Sandy	T/c with T. Vassalo, P. Brown and A. Kranzley and B. Russell regarding resolution of potential sale issues.	0.30	\$394.50
7/26/2016	Russell Jr, William T.	Emails STB team re sale issues (.7)	0.70	\$920.50
7/26/2016	Russell Jr, William T.	T/cs, emails committee, re sale issues (.9)	0.90	\$1,183.50
7/26/2016	Massel, Morris	Researching & analyzing CBA issues (1.7()); Call w/ Ropes re: same (.5).	2.20	\$2,266.00
7/26/2016	Baker, Nicholas	Review of revised APA schedule (.2); t/c w/ S&C and AMVASS Law re issues to proposed sale and sale of URL (.3)	0.50	\$497.50
7/27/2016	Russell Jr, William T.	T/cs STB team re sale process issues (.6)	0.60	\$789.00
7/27/2016	Heald, Julia E.	T/c w/ committee, W. Russell, M. Massel, N. Baker re: asset disposition	0.90	\$436.50

Date	Name	Description	Hours	Amount
7/28/2016	Russell Jr, William T.	Emails committee members, STB team re sale issues (.5)	0.50	\$657.50
7/29/2016	Qusba, Sandy	T/c with P. Gilhuly and B. Russell regarding sale process.	0.40	\$526.00
7/29/2016	Russell Jr, William T.	T/c potential buyer, Qusba re sale issues (.5)	0.50	\$657.50
8/1/2016	Russell Jr, William T.	T/cs, emails Committee, STB team re sale issues (.4)	0.40	\$526.00
8/4/2016	Qusba, Sandy	T/c with M. Torkin regarding sale hearing and sale objections.	0.30	\$394.50
8/5/2016	Russell Jr, William T.	Emails STB team, committee re sale issues (.4)	0.40	\$526.00
8/5/2016	Russell Jr, William T.	Review creditor reservation of rights (.2)	0.20	\$263.00
8/8/2016	Qusba, Sandy	T/c with M. Massel, B. Russell, G. Galardi, K. Alexander and others regarding asset sale update.	0.40	\$526.00
8/8/2016	Russell Jr, William T.	Emails debtors re potential sale objections (.3)	0.30	\$394.50
8/10/2016	Russell Jr, William T.	Emails committee, STB team re sale issues (.8)	0.80	\$1,052.00
8/11/2016	Russell Jr, William T.	Emails, t/cs committee, STB team re sale issues (.8)	0.80	\$1,052.00
8/12/2016	Russell Jr, William T.	Emails STB, Deloitte teams re sale issues (.7)	0.70	\$920.50
8/12/2016	Massel, Morris	Call w/ Gillardi & W. Russell re: sale issues.	1.00	\$1,030.00
8/12/2016	Baker, Nicholas	follow-up t/c w/ W. Russell and M. Massel following committee call re open issues for auction and summary of committee t/c	0.30	\$298.50
8/13/2016	Russell Jr, William T.	Review revised sale order and emails STB team re same (.4)	0.40	\$526.00
8/13/2016	Baker, Nicholas	review of revised sale order and EM to W. Russel re same	0.60	\$597.00
8/14/2016	Russell Jr, William T.	Review bidding matrix and conf call debtors, Holihan, STB, Deloitte re auction procedures (.8)	0.80	\$1,052.00
8/14/2016	Russell Jr, William T.	T/c Deloitte, Baker re sale issues (.3)	0.30	\$394.50
8/14/2016	Russell Jr, William T.	T/cs, voicemails, emails debtors STB team re sale issues (.8)	0.80	\$1,052.00
8/14/2016	Baker, Nicholas	t/c w/ G. Galardi and company professionals re sale matrix and issues of bidders to consider	0.70	\$696.50
8/14/2016	Baker, Nicholas	t/c/ Deloitte and W. Russel re questions presented on sale matrix call w/ Ropes and company	0.30	\$298.50

Date	Name	Description	Hours	Amount
8/14/2016	Baker, Nicholas	review of revised sale order language and EM to S. Qusba, W. Russell and M. Massel re same and EM to G. Galardi (Ropes) re same	0.60	\$597.00
8/15/2016	Russell Jr, William T.	Review revised sale order and emails, confs Baker, Massel, debtors re same (.4)	0.40	\$526.00
8/15/2016	Russell Jr, William T.	Review sale bid and emails, confs STB team re same (.8)	0.80	\$1,052.00
8/15/2016	Russell Jr, William T.	Review bids with Debtors, Hoolihan, Deloitte, STB and bidders and emails, t/cs re same (2.3)	2.30	\$3,024.50
8/15/2016	Russell Jr, William T.	Review bids and procedures w/ committee (.6)	0.60	\$789.00
8/15/2016	Massel, Morris	Internal tcs & corresp & analysis of sale issues (.5); Analyzing bids & related tcs & corresp. (1.80); Tc w/ Ropes re: same (.8); Tc w/ Committee re: same (.8); Reviewing sale issues (.8); Internal analysis of sale issues (1.5).	6.20	\$6,386.00
8/15/2016	Baldwin, Jeffrey E.	Attend o/c w/ W. Russell et al. re: auction.	0.70	\$696.50
8/15/2016	Baker, Nicholas	review of contract designation spreadsheet posted to dataroom	0.20	\$199.00
8/15/2016	Baker, Nicholas	review of competing bid	1.90	\$1,890.50
8/15/2016	Baker, Nicholas	meeting w/ M. Massel and W. Russell re discussion on competing bid terms	1.50	\$1,492.50
8/15/2016	Baker, Nicholas	t/c w/ G. Galardi and W. Russell and M. Massel re competing bid issues	0.50	\$497.50
8/15/2016	Baker, Nicholas	t/c w/ committee and W. Russell and M. Massel re consultation on competing bid and baseline bid	0.30	\$298.50
8/15/2016	Baker, Nicholas	EM (multiple) w G. Galardi (Ropes) and W. Russell re paragraph 39 of the sale order	0.20	\$199.00
8/16/2016	Russell Jr, William T.	Gawker auction and confs, emails committee, STB, bidders, debtors re same (7.1)	7.10	\$9,336.50
8/16/2016	Massel, Morris	Corresp. re: asset sale issues (.4); Tc w/ S. Qusba re: same (.4).	0.80	\$824.00
8/16/2016	Baker, Nicholas	drafting Em summarizing net proceeds from auction for committee and determining loan amounts to be repaid	1.00	\$995.00
8/16/2016	Baker, Nicholas	attending and participating in auction	9.10	\$9,054.50
8/17/2016	Russell Jr, William T.	T/Cs, emails committee re: sale and next steps.	0.60	\$789.00

Date	Name	Description	Hours	Amount
8/17/2016	Russell Jr, William T.	Review revised sale order and t/c's, confs., emails w debtors, STB team re:same.	1.20	\$1,578.00
8/17/2016	Russell Jr, William T.	Review debtor reply brief.	0.30	\$394.50
8/17/2016	Massel, Morris	Multiple calls & corresp. w/ client's counsel to Debtors & internally re: sale issues.	3.50	\$3,605.00
8/17/2016	Baker, Nicholas	T/c w/ G. Galardi re update on status of Gawker.com (.1) and EM to W. Russel re same (.1)	0.20	\$199.00
8/17/2016	Baker, Nicholas	meeting w/ Russell re outline for committee call (.2) and t/c w/ committee re sale process details and next steps (.6)	0.80	\$796.00
8/17/2016	Baker, Nicholas	review and revisions to APA language and sale order per Hungarian law issue	0.60	\$597.00
8/17/2016	Baker, Nicholas	review of revised APA with Univision and EM to G. Galardi re same	0.50	\$497.50
8/17/2016	Baker, Nicholas	t/c w. G. Galardi re Hungarian liability issue and t/c w/ committee re same	1.10	\$1,094.50
8/17/2016	Heald, Julia E.	T/c w/ Committee, Deloitte, STB re: auction	0.60	\$291.00
8/18/2016	Russell Jr, William T.	Hearing re sale and counsel retention; emails STB team, debtors re same and prep for same (2.5)	2.50	\$3,287.50
8/18/2016	Massel, Morris	Update call & corresp.	0.60	\$618.00
8/18/2016	Baker, Nicholas	review of designation notice and final sale order draft and comments to same	0.20	\$199.00
8/18/2016	Baker, Nicholas	attending sale hearing and travel to hearing with discussion of open matters w/ W. Russell	3.20	\$3,184.00
8/18/2016	Baker, Nicholas	discussion w/ committee members post-hearing re next steps for allocation	0.30	\$298.50
8/19/2016	Russell Jr, William T.	T/cs, emails debtors, STB team, committee re sale issues (.7)	0.70	\$920.50
8/22/2016	Massel, Morris	Oc w/ S. Qusba re: strategy.	0.40	\$412.00
8/22/2016	Baker, Nicholas	review of Denton non-compete with Univision	0.20	\$199.00
8/24/2016	Baker, Nicholas	t/c w/ Ropes (R. Martin) re Denton non-compete (.2) and EM to W. Russel, S. Qusba, M. Massel and J. Baldwin re same (.1); t/c w/ S. Qusba re response to redaction (.1)	0.40	\$398.00
8/25/2016	Baker, Nicholas	T/c w/ R. Martin (Ropes) re Denton non-compete (.1) and EM summary to W. Russel, S. Qusba and M. Massel (.1)	0.20	\$199.00
8/25/2016	Baker, Nicholas	EM to R. Martin (Ropes) re status of Denton unredacted non-compete	0.10	\$99.50

Date	Name	Description	Hours	Amount
8/26/2016	Baker, Nicholas	EM to R. Martin (Ropes) and W. Usatine (Cole Shutz) re Denton non-compete	0.10	\$99.50
8/29/2016	Qusba, Sandy	Review APA reps regarding intellectual property.	0.20	\$263.00
8/29/2016	Russell Jr, William T.	Review non-compete language and emails STB team re same (.7)	0.70	\$920.50
8/29/2016	Baker, Nicholas	review of APA per committee query (.3)	0.30	\$298.50
9/1/2016	Russell Jr, William T.	Review Denton bankruptcy issues (.4)	0.40	\$526.00
9/2/2016	Russell Jr, William T.	Develop strategy re various issues and t/cs, emails Qusba, Massel, Baker, Baldwin re same (.9)	0.90	\$1,183.50
9/2/2016	Russell Jr, William T.	T/c debtors re sale closing, allocation and other issues (.5)	0.50	\$657.50
9/7/2016	Russell Jr, William T.	Emails debtors, STB team re Univision sale issues (.4)	0.40	\$526.00
9/7/2016	Baker, Nicholas	review of winddown service, funds flow and license agreement	0.60	\$597.00
9/8/2016	Russell Jr, William T.	Emails debtors re sale-related issues (.7)	0.70	\$920.50
9/9/2016	Qusba, Sandy	T/c (numerous) with Committee chair regarding closing.	1.30	\$1,709.50
9/9/2016	Russell Jr, William T.	Emails STB team, debtors re sale issues (.7)	0.70	\$920.50
9/9/2016	Baker, Nicholas	EM w/ L. Lesser re licensing agreement issues (.2)	0.20	\$199.00
9/12/2016	Massel, Morris	Oc w/ S. Qusba re: sale issues.	0.20	\$206.00
9/13/2016	Russell Jr, William T.	Emails STB team, committee, debtors re sale follow up issues (.7)	0.70	\$920.50
9/15/2016	Russell Jr, William T.	Review Univision wind down services agreement and emails STB team, debtors re same (.9)	0.90	\$1,183.50
9/26/2016	Russell Jr, William T.	Review redacted Univision license agreement and emails STB team re same (.7)	0.70	\$920.50
9/29/2016	Russell Jr, William T.	Emails committee re Univision agreements (.4)	0.40	\$526.00
10/2/2016	Russell Jr, William T.	T/c Debtors, Opportune, Qusba re post-sale contracts (.2).	0.20	\$263.00
Total:			210.55	\$221,005.25

Timekeeper Category: 002724-0025 – Non-STB Fee Applications

Date	Name	Description	Hours	Amount
9/1/2016	Heald, Julia E.	Prep. Hungarian counsel retention application	0.50	\$292.50
9/19/2016	Russell Jr, William T.	Emails STB team re Deloitte retention application (.3)	0.30	\$394.50

Date	Name	Description	Hours	Amount
9/21/2016	Russell Jr, William T.	Review fee apps and emails STB team re same (.4)	0.40	\$526.00
10/8/2016	Russell Jr, William T.	Review revised Deloitte retention order and emails STB team re same (.3)	0.30	\$394.50
10/10/2016	Russell Jr, William T.	Emails STB team, Deloitte re retention order (.3)	0.30	\$394.50
10/11/2016	Heald, Julia E.	Prep. proposed Deloitte retention order for submission	1.50	\$877.50
10/13/2016	Russell Jr, William T.	Review Deloitte fee statement (.2)	0.20	\$263.00
10/14/2016	Russell Jr, William T.	T/c Deloitte counsel re retention order (.4)	0.40	\$526.00
10/21/2016	Russell Jr, William T.	Review debtor professionals' fee statements (.7)	0.70	\$920.50
10/24/2016	Russell Jr, William T.	T/cs, emails Qusba, Deloitte counsel re retention issues (.7)	0.70	\$920.50
11/2/2016	Russell Jr, William T.	T/cs, emails STB team Deloitte counsel re Deloitte retention issues (.5)	0.50	\$657.50
11/3/2016	Russell Jr, William T.	Conf, emails Deloitte, counsel re retention issues (.3)	0.30	\$394.50
11/9/2016	Heald, Julia E.	Emails w/ J. Endean re: supplemental Deloitte retention order	0.30	\$175.50
11/10/2016	Russell Jr, William T.	Emails Committee, debtors, STB team fee app issues.	0.60	\$789.00
11/14/2016	Russell Jr, William T.	Review financial advisor fee apps and emails committee, STB team re same (.5)	0.50	\$657.50
11/21/2016	Russell Jr, William T.	Review retention apps and emails STB team re same.	0.60	\$789.00
11/21/2016	Russell Jr, William T.	Review fee apps.	0.80	\$1,052.00
12/1/2016	Russell Jr, William T.	emails debtors, UST, STB team re fee app issues (.3)	0.30	\$394.50
12/6/2016	Russell Jr, William T.	Review fee apps (.6)	0.60	\$789.00
12/19/2016	Endean, Jonathan E.	Prep. email to Denton/Mourant re: final fee applications	0.60	\$291.00
12/21/2016	Russell Jr, William T.	Review supplemental Deloitte filing (.2)	0.20	\$263.00
12/21/2016	Endean, Jonathan E.	Filing of Deloitte Fee Application	0.60	\$291.00
12/28/2016	Myers, Jonathan R.	Assisted Deloitte counsel re filing fee application.	0.40	\$234.00
1/4/2017	Endean, Jonathan E.	Rev. Final Fee. App of Mourant.	0.40	\$194.00
1/5/2017	Massel, Morris	Revising Mourant Application.	0.80	\$824.00
1/5/2017	Endean, Jonathan E.	Rev. Mourant fee application (0.8); T/c w/ A. Last re: same (0.1)	0.90	\$436.50
1/6/2017	Endean, Jonathan E.	Rev. & filed Mourant fee app (0.1); corresp. w/ Dentons re: final fee app (0.3)	0.40	\$194.00
1/11/2017	Endean, Jonathan E.	Rev. final fee application for Dentons and provided comments re: same	0.70	\$339.50

Date	Name	Description	Hours	Amount
1/13/2017	Russell Jr, William T.	Review draft fee apps and emails Endean re same (.4)	0.40	\$526.00
1/13/2017	Endean, Jonathan E.	Reviewed final fee application for Dentons	1.50	\$727.50
1/17/2017	Russell Jr, William T.	Review local counsel fee app and emails Endean re same	0.30	\$394.50
1/17/2017	Endean, Jonathan E.	Reviewed Dentons final fee application and provided comments re: same	1.00	\$485.00
1/19/2017	Endean, Jonathan E.	Rev. Deloitte FAS fee statements (0.3); corresp. w/ Dentons re: final fee app. (0.1)	0.40	\$194.00
1/20/2017	Endean, Jonathan E.	Filed and served Dentons final fee app	0.30	\$145.50
1/26/2017	Endean, Jonathan E.	Rev. Deloitte fee app order	0.10	\$48.50
2/3/2017	Endean, Jonathan E.	Rev. Deloitte interim fee statement	0.10	\$51.00
2/4/2017	Russell Jr, William T.	Review Deloitte fee app	0.40	\$550.00
2/8/2017	Endean, Jonathan E.	Filed Deloitte fourth interim fee statement	0.20	\$102.00
2/9/2017	Endean, Jonathan E.	Provided payment details for Debtors to pay professionals	0.30	\$153.00
2/22/2017	Russell Jr, William T.	Review Ropes fee app and emails STB team re same	0.40	\$550.00
2/23/2017	Russell Jr, William T.	Review Akin fee app and emails STB team re same (.4)	0.40	\$550.00
2/23/2017	Endean, Jonathan E.	Corres. w/ A. Bathgate (Mourant) re: fees	0.20	\$102.00
Total:			20.80	\$18,854.00

Timekeeper Category: 002724-0027 – Executory Leases and Contracts

Date	Name	Description	Hours	Amount
10/2/2016	Qusba, Sandy	Review Onix deck and correspondence with B. Russell regarding same (.8); t/c with B. Russell, W. Holden and G. Galardi regarding same (.4)	1.20	\$1,578.00
10/25/2016	Russell Jr, William T.	Review and revise debtor contract and emails Ropes, STB team re same (.5)	0.50	\$657.50
11/17/2016	Russell Jr, William T.	Review debtor motions re assumption of leases.	0.30	\$394.50
Total:			2.00	\$2,630.00

Timekeeper Category: 002724-0028 – Lien Investigation

Date	Name	Description	Hours	Amount
7/6/2016	Baker, Nicholas	EM to J. Pall re important financing documents and EM of high level summary of same (.4)	0.40	\$398.00

Date	Name	Description	Hours	Amount
7/7/2016	Baker, Nicholas	seeking recommendations for foreign counsel and EM to K. Simon (Latham) re 2nd lien Hungarian counsel	0.20	\$199.00
7/11/2016	Baker, Nicholas	EM to foreign counsel re engagement on investigations for validity of Hungarian/Cayman security interests	0.30	\$298.50
7/12/2016	Baker, Nicholas	EM to Cayman counsel re request for engagement on investigation	0.20	\$199.00
7/13/2016	Baker, Nicholas	EM inquiry (multiple) to Hungarian and Cayman potential counsel for engagement	0.20	\$199.00
7/14/2016	Lee, Hyang-Sook	Emails N. Baker/J. Pall re: local counsel for Cayman entities (.30); call w/ potential Cayman counsel (.40).	0.70	\$745.50
7/14/2016	Baker, Nicholas	review of loan documents re governing law and EM to S. Lee and J. Pall re query on applicability of Cayman	0.30	\$298.50
7/14/2016	Baker, Nicholas	t/c w/ potential Cayman counsel re summary of case and request for assistance	0.30	\$298.50
7/18/2016	Russell Jr, William T.	Review second lien documents and emails STB team re same (.4)	0.40	\$526.00
7/18/2016	Baker, Nicholas	EM to A. Last at Mourant Ozannes (Cayman counsel) re loan documents to be reviewed	0.10	\$99.50
7/18/2016	Baker, Nicholas	EM reminder to 1st lien counsel re providing loan documents and EM to J. Pall re 1st lien IP liens	0.10	\$99.50
7/19/2016	Baker, Nicholas	t/c w/ w/ Hungarian counsel (Gergely Horvath at Dentons) re request for assistance on lien investigation	0.40	\$398.00
8/26/2016	Russell Jr, William T.	Analyze Second Lien perfection issues and emails STB team re same (.7)	0.70	\$920.50
9/9/2016	Baker, Nicholas	EM w/ Cayman and Hungarian counsel re consideration of liens	0.40	\$398.00
9/14/2016	Baker, Nicholas	EM to Hungarian counsel re areas of loan review	0.40	\$398.00
9/15/2016	Russell Jr, William T.	Review lien perfection issues and emails STB team re same (.4)	0.40	\$526.00
9/15/2016	Baker, Nicholas	review of J. Pall memo, t/c w/ J. Pall re same and EM summary to STB group re lien investigation results	1.60	\$1,592.00
9/16/2016	Baker, Nicholas	review of Hungarian investigation analysis and response EM questions	1.40	\$1,393.00
Total:			8.50	\$8,986.50

Exhibit I

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:

Gawker Media LLC, *et al.*¹

Debtors.

Chapter 11

Case No. 16-11700 (SMB)

(Jointly Administered)

**ORDER GRANTING THE FINAL FEE APPLICATION OF
SIMPSON THACHER & BARTLETT LLP FOR ALLOWANCE AND PAYMENT OF
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND FOR
REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES**

Upon consideration of the application of Simpson Thacher & Bartlett LLP, counsel to the Official Committee of Unsecured Creditors retained in the above-caption chapter 11 cases of Gawker Media LLC and certain of its affiliates (collectively, the “**Debtors**”) for final allowance of compensation and reimbursement of expenses for professional services rendered and expenses incurred during the period commencing June 24, 2016 through the Effective Date [Docket No. ____] (the “**Final Fee Application**”); and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(6) and (c)(2); and due consideration having been given to all pleadings related to the Final Fee Application; and a hearing having been held before this Court to consider the Final Fee Application on _____, 2017 (the “**Hearing**”); and based upon the record of the Hearing; and due consideration having been given to any responses thereto; and sufficient cause having been shown therefor; it is hereby

¹ The last four digits of the taxpayer identification number of the debtors are: Gawker Media LLC (0492); Gawker Media Group, Inc. (3231); and Gawker Hungary Kft. (f/k/a Kinja Kft.) (5056). Gawker Media LLC’s and Gawker Media Group, Inc.’s mailing addresses are c/o Opportune LLP, Attn: William D. Holden, Chief Restructuring Officer, 10 East 53rd Street, 33rd Floor, New York, NY 10022. Gawker Hungary Kft.’s mailing address is c/o Opportune LLP, Attn: William D. Holden, 10 East 53rd Street, 33rd Floor, New York, NY 10022.

ORDERED, that the Final Fee Application is granted on a final basis to the extent
set forth in **Schedule A**.

New York, New York,
Dated: _____, 2017

HONORABLE STUART M. BERNSTEIN
UNITED STATES BANKRUPTCY JUDGE

Schedule A

Final Allowance of Final Fee Application of Simpson Thacher & Bartlett LLP

	<i>Application</i>		<i>Fees</i>		<i>Expenses</i>	
	Date Filed / Dkt. No.	Period Covered	Requested	Allowed	Requested	Allowed
Simpson Thacher & Bartlett LLP	5/___/17 Dkt. No. ____	June 24, 2016 – Mar. 17, 2017	\$1,797,065.75		\$64,796.15	